



REGULAR MEETING AGENDA

July 19, 2018 at 2:00 p.m.

**California State Association of Counties
1100 K Street, 1st Floor, Sacramento, CA 95814**

Telephonic Locations:

County of Solano
675 Texas Street, Fairfield, CA 94533

City of Sausalito
420 Litho Street, Sausalito, CA 94965

County of Yuba
915 8th Street, Marysville, CA 95901

A. OPENING AND PROCEDURAL ITEMS

1. Roll Call.

_____ Dan Harrison, Chair	_____ Jordan Kaufman, Member
_____ Larry Combs, Vice Chair	_____ Dan Mierzwa, Member
_____ Kevin O'Rourke, Treasurer	_____ Brian Moura, Member
_____ Tim Snellings, Secretary	_____ Michael Cooper, Alt. Member
2. Consideration of the Minutes of the June 21, 2018 Regular Meeting.
3. Consent Calendar.
4. Public Comment.

B. ITEMS FOR CONSIDERATION

5. Consideration of the issuance of revenue bonds or other obligations to finance or refinance the following projects, the execution and delivery of related documents, and other related actions:
 - a. Loma Linda University Medical Center, Cities of Loma Linda and Redlands, County of San Bernardino; City of Murrieta, County of Riverside; issue up to \$400,000,000 in nonprofit healthcare refunding and revenue bonds.
 - b. Monte Vista Christian School, unincorporated County of Santa Cruz; issue up to \$6,000,000 in nonprofit revenue bonds.

This ___ page agenda was posted at 1100 K Street, Sacramento, California on _____, 2018 at ___: ___ m, Signed _____. Please email signed page to info@cscda.org

- c. Channel Island Apartments, LP (Channel Island Park Apartments), City of Oxnard, County of Ventura; issue up to \$45,000,000 in multi-family housing bonds.
 - d. Summercrest Apartment Associates, LP (Summercrest Apartments), City of National City, County of San Diego; issue up to \$80,000,000 in multi-family housing bonds.
 - e. San Juan Soccer Club (Kilgore Road Soccer Field Complex), City of Rancho Cordova, County of Sacramento, issue up to \$3,000,000 in commercial PACE bonds.
- 6. Consider the following resolutions to initiate proceedings to form multiple Statewide Community Infrastructure Program (SCIP) Assessment Districts proposed for the 2018B bond series:
 - a. Resolutions of intention to finance capital improvements and/or the payment of development impact fees for public capital improvements, including approval of proposed boundary maps.
 - b. Resolutions preliminarily approving the engineer's reports, setting the public hearing of protests for September 6, 2018 and providing for property owner ballots.
- 7. Consider the following resolutions to initiate proceedings to form a Statewide Community Infrastructure Program (SCIP) Assessment District for a standalone bond issue for the Pacific Highlands Ranch project:
 - a. Resolutions of intention to finance capital improvements and/or the payment of development impact fees for public capital improvements, including approval of proposed boundary maps.
 - b. Resolutions preliminarily approving the engineer's reports, setting the public hearing of protests for September 6, 2018 and providing for property owner ballots.
- 8. Consider the following resolutions to initiate proceedings to form a Statewide Community Infrastructure Program (SCIP) Assessment District proposed for the 2018C bond series:
 - a. Resolutions of intention to finance capital improvements and/or the payment of development impact fees for public capital improvements, including approval of proposed boundary maps.
 - b. Resolutions preliminarily approving the engineer's reports, setting the public hearing of protests for September 6, 2018 and providing for property owner ballots.
- 9. Conduct proceedings with respect to the Statewide Community Infrastructure Program (SCIP) (hearing to be held at 2 p.m. or shortly thereafter):

- a. Open Consolidated Assessment Districts Public Hearing.
 - b. Close Consolidated Assessment Districts Public Hearing.
 - c. Open assessment ballots and announce results.
 - d. Consideration of the resolution approving final engineer's reports, levying assessments, ordering the financing of specified development impact fees and capital improvements, and confirming unpaid assessment amounts.
10. Consider the following resolutions for the creation of a community facilities district:
- a. Resolution approving joint community facilities agreement and declaring intention to establish the Authority's Community Facilities District No. 2018-01 (Wagon Wheel) ("CFD No. 2018-01") and to levy a special tax to finance the acquisition and construction of certain public capital improvements, certain development impact fees and certain services.
 - b. Resolution to incur bonded indebtedness to finance acquisition and construction of certain public capital improvements and certain development impact fees for CFD No. 2018-01 and calling for a public hearing.
11. Consideration of CSCDA Billing and Collections Policy.
12. Consideration of Local Government Summer Institute at Stanford Sponsorship.

C. STAFF ANNOUNCEMENTS, REPORTS ON ACTIVITIES OR REQUESTS

- 13. Executive Director Update.
- 14. Staff Updates.
- 15. Adjourn.

NEXT MEETING: Thursday, August 2, 2018 at 2:00 p.m.
League of California Cities
1400 K Street, 3rd Floor, Sacramento, CA 95814

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

CONSENT CALENDAR

1. Inducement of Sonrise Senior Citizen Villa, Inc. (Loveland Church), City of Fontana, County of San Bernardino; issue up to \$13 million in multi-family housing revenue bonds.
2. Consider and approve the levy of special taxes for fiscal year 2018-2019 for the following:
 - (i) Community Facilities District No. 2012-01 (Fancher Creek) Improvement Area Nos. 1 & 3;
 - (ii) Community Facilities District No. 2007-01 (Orinda Wilder Project);
 - (iii) Community Facilities District No. 2015-02 (Rio Bravo);
 - (iv) Community Facilities District No. 2016-02 Improvement Area Nos. 1 & 2 (Delta Coves);
 - (v) Community Facilities District No. 2015-01, Improvement Area No. 1 & 2 (University District); and
 - (vi) Community Facilities District No. 2016-01 (Napa Pipe).
3. Consideration of amendment to contract with PACE Funding for Los Angeles County.

July 19, 2018



TABLE OF CONTENTS

July 19, 2018

Item 2	June 21, 2018 Minutes	Page 6
Item 3	Consent Calendar	Page 9
Item 5a	Loma Linda University Medical Center	Page 14
Item 5b	Monte Vista Christian School	Page 24
Item 5c	Channel Island Park Apartments	Page 35
Item 5d	Summercrest Apartments	Page 45
Item 5e	San Juan Soccer Club	Page 55
Item 6	SCIP 2018B	Page 62
Item 7	SCIP – Pacific Highlands Ranch	Page 64
Item 8	SCIP 2018C	Page 65
Item 9	SCIP Proceedings	Page 66
Item 10	Wagon Wheel CFD	Page 68
Item 11	CSCDA Billing & Collection Policy	Page 70
Item 12	Local Government Summer Institute	Page 74
*****	Special Meeting Agenda	Page 77
Item 2	Consent Calendar	Page 79



MINUTES

REGULAR MEETING OF THE CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

June 21, 2018 at 2:00 p.m.

California State Association of Counties
1100 K Street, 1st Floor, Sacramento, CA 95814

Commission Chair Dan Harrison called the meeting to order at 2:01 pm.

1. Roll Call.

Commission members present: Dan Harrison and Tim Snellings.

Commission members participating via teleconference: Kevin O'Rourke, Jordan Kaufman, Brian Moura, and Michael Cooper.

Others present: Jon Penkower, Bridge Strategic Partners; and Sendy Young, CSAC Finance Corporation.

Others participating via teleconference: Cathy Bando, CSCDA Executive Director; Greg Stepanicich, Richards Watson & Gershon; and James Hamill, Bridge Strategic Partners.

2. Consideration of the Minutes of the June 7, 2018 Regular Meeting.

The Commission approved the June 7, 2018 minutes.

Motion to approve by K. O'Rourke. Second by M. Cooper. Unanimously approved by roll-call vote. Brian Moura was not present for the roll call and did not vote.

3. Consideration of the Consent Calendar.

The Commission approved the Consent Calendar, with the exception of item #4 which was postponed for consideration at a later meeting.

1. Consideration of Sponsorship of the California City management Foundation.
2. Approve and ratify the addition of the City of San Juan Bautista and the City of Indian Wells as CSCDA program participants.
3. Consideration of special tax administrator agreement with Willdan Financial Services for Horse Creek Ridge CFD 2017-01.

4. Inducement of Sonrise Senior Citizens Villa, Inc. (Cascade Sonrise), City of Fontana, Count of San Bernardino; issue up to \$13 million in multi-family housing revenue bonds.

Item 4 was pulled from consideration on the Consent Calendar. Motion to approve by T. Snellings. Second by J. Kaufman. Unanimously approved with the exception of Item 4 by roll-call vote.

4. Public Comment.

There was no public comment.

5. Consideration of the issuance of revenue bonds or other obligation to finance or refinance the following projects, the execution and delivery of related documents, and other related actions.
 - a. UHC 00661 Morgan Hill, L.P. (Crossings on Monterey Apartments), City of Morgan Hill, County of Santa Clara; issue up to \$15,500,000.

Executive Director Bando gave an overview of the project, and the financing complies with CSCDA's general and issuance policies. The project is the new construction of a 39-unit rental housing project. 100% of the units will be rent restricted for low-income tenants. This project will be UHC's 9th financing with CSCDA. Executive Director Bando recommended approval of the financing.

Motion to approve and adopt by J. Kaufman. Second by K. O'Rourke. Unanimously approved by roll-call vote.

6. Consideration of update to CSCDA PACE Eligible Measures.

Executive Director Bando explained that as the PACE market has evolved some of the eligible measures approved by the Commission for PACE have been removed by other PACE programs, and upon review staff recommend the following measures be removed from eligibility: (1) Appliances (2) Heat Reflective/ Cool Wall Coverings (3) Exterior Shade Products. The Commission recommended that eligibility expiration date for these measures be amended to July 31, 2018. Executive Director Bando recommended removal from eligibility from the Open PACE program the referenced measures after July 31st.

Motion to approve and adopt update with the July 31st date amendment by T. Snellings. Second by B. Moura. Unanimously approved by roll-call vote.

7. Consideration of 2018/19 CSCDA Budget.

Executive Director Bando reviewed the proposed 2018-19 CSCDA budget. The proposed budget was prepared with the assistance of the Executive Director, League of California Cities (League), California State Association of Counties (CSAC) and CSCDA Staff. Executive Director Bando recommended approval of the 2018-19 budget.

Motion to approve and adopt by K. O'Rourke. Second by K. O'Rourke. Unanimously approved by roll-call vote.

8. Executive Director Update.

Executive Director Bando had no update.

9. Staff Update.

Jon Penkower informed the Commission that the next Regular CSCDA meeting might be cancelled due to the Fourth of July holiday. The Commission will be informed of the final decision via email.

10. Adjourn.

The meeting was adjourned at 2:26 pm.

Submitted by: Sendy Young, CSAC Finance Corporation.

NEXT MEETING: Thursday, July 19, 2018 at 2:00 p.m.
California State Association of Counties
1100 K Street, 1st Floor, Sacramento, CA 95814



Agenda Item No. 3

Agenda Report

DATE: July 19, 2018
TO: CSCDA COMMISSIONERS
FROM: Cathy Bando, Executive Director
PURPOSE: Consent Calendar

SUMMARY:

2. Consider and approve the levy of special taxes for fiscal year 2018-2019 for the following:
 - (i) Community Facilities District No. 2012-01 (Fancher Creek) Improvement Area Nos. 1 & 3;
 - (ii) Community Facilities District No. 2007-01 (Orinda Wilder Project);
 - (iii) Community Facilities District No. 2015-02 (Rio Bravo),
 - (iv) Community Facilities District No. 2016-02 Improvement Area Nos. 1 & 2 (Delta Coves);
 - (v) Community Facilities District No. 2015-01, Improvement Area No. 1 & 2 (University District); and
 - (vi) Community Facilities District No. 2016-01 (Napa Pipe)

This is the annual request to approve the levy for certain CSCDA CFDs. Reports are linked and staff has reviewed.

<https://www.dropbox.com/s/8xdgdco19ka5lpk/CFD%20Approvals.pdf?dl=0>

3. Consideration of amendment to contract with PACE Funding for Los Angeles County.

Since Los Angeles County will not allow other JPA issuers to operate a PACE program within the County, CSCDA has released other PACE administrators, including Renew Financial and Spruce Finance, from their exclusivity requirements under the Open PACE contract. PACE Funding is requesting the same release and it is only applicable to Los Angeles County. Recommend approval.

RESOLUTION NO. _____

**A RESOLUTION OF THE CALIFORNIA STATEWIDE
COMMUNITIES DEVELOPMENT AUTHORITY SETTING
FORTH THE AUTHORITY'S OFFICIAL INTENT TO ISSUE
MULTIFAMILY HOUSING REVENUE BONDS TO UNDERTAKE
THE FINANCING OF A MULTIFAMILY RENTAL HOUSING
PROJECT AND RELATED ACTIONS**

WHEREAS, the Authority is authorized and empowered by Title 1, Division 7, Chapter 5 of the California Government Code and Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code (the "Act") to issue revenue bonds for the purpose of financing the acquisition, construction, rehabilitation, refinancing or development of multifamily rental housing projects; and

WHEREAS, a limited partnership to be formed by the entity identified in Exhibit A hereto and/or a related entity (the "Borrower") have requested that the Authority issue and sell multifamily housing revenue bonds (the "Bonds") pursuant to the Act for the purpose of financing the acquisition and rehabilitation of the multifamily rental housing project identified in Exhibit A hereto (the "Project"); and

WHEREAS, the Authority, in the course of assisting the Borrower in financing the Project, expects that the Borrower have paid or may pay certain expenditures (the "Reimbursement Expenditures") in connection with the Project within 60 days prior to the adoption of this Resolution and prior to the issuance of the Bonds for the purpose of financing costs associated with the Project on a long-term basis; and

WHEREAS, Section 1.103-8(a)(5) and Section 1.150-2 of the Treasury Regulations require the Authority to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent tax-exempt borrowing; and

WHEREAS, the Authority wishes to declare its intention to authorize the issuance of Bonds for the purpose of financing costs of the Project (including reimbursement of the Reimbursement Expenditures, when so requested by the Borrower upon such terms and condition as may then be agreed upon by the Authority, the Borrower and the purchaser of the Bonds) in an aggregate principal amount not to exceed the amount with respect to the Project set forth in Exhibit A; and

WHEREAS, Section 146 of the Internal Revenue Code of 1986 limits the amount of multifamily housing mortgage revenue bonds that may be issued on behalf of for-profit borrowers in any calendar year by entities within a state and authorizes the governor or the legislature of a state to provide the method of allocation within the state; and

WHEREAS, Chapter 11.8 of Division 1 of Title 2 of the California Government Code governs the allocation of the state ceiling among governmental units in the State of California having the authority to issue private activity bonds; and

WHEREAS, Section 8869.85 of the California Government Code requires a local agency desiring an allocation of the state ceiling to file an application with the California Debt Limit Allocation Committee (the "Committee") for such allocation, and the Committee has certain policies that are to be satisfied in connection with any such application;

NOW, THEREFORE, BE IT RESOLVED by the Commission of the Authority as follows:

Section 1. The above recitals, and each of them, are true and correct.

Section 2. The Authority hereby determines that it is necessary and desirable to provide financing for the Project (including reimbursement of the Reimbursement Expenditures) by the issuance and sale of Bonds pursuant to the Act, as shall be authorized by resolution of the Authority at a meeting to be held for such purpose, in an aggregate principal amount not to exceed the amount set forth in Exhibit A. This action is taken expressly for the purpose of inducing the Borrower to undertake the Project, and nothing contained herein shall be construed to signify that the Project complies with the planning, zoning, subdivision and building laws and ordinances applicable thereto or to suggest that the Authority or any program participant, officer or agent of the Authority will grant any such approval, consent or permit that may be required in connection with the acquisition and rehabilitation of the Project, or that the Authority will make any expenditures, incur any indebtedness, or proceed with the financing of the Project.

Section 3. This resolution is being adopted by the Authority for purposes of establishing compliance with the requirements of Section 1.103-8(a)(5) and Section 1.150-2 of the Treasury Regulations. In such regard, the Authority hereby declares its official intent to use proceeds of indebtedness to reimburse the Reimbursement Expenditures.

Section 4. The officers and/or the program managers of the Authority are hereby authorized and directed to apply to the Committee for an allocation from the state ceiling of private activity bonds to be issued by the Authority for the Project in an amount not to exceed the amount set forth in Exhibit A, and to take any and all other actions as may be necessary or appropriate in connection with such application, including but not limited to the payment of fees, the posting of deposits and the provision of certificates, and any such actions heretofore taken by such officers and program managers are hereby ratified, approved and confirmed.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this June 21, 2018.

The undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of said Authority at a duly called meeting of the Commission of said Authority held in accordance with law on June 21, 2018.

By: _____
Authorized Signatory

EXHIBIT A

Project Name	Project Location	Units	New Construction or Acquisition/Rehabilitation	Legal Names of Initial Owner and Sponsor	Bond Amount
Cascade Sonrise	7222 Sierra Avenue, Fontana, California 92336	80	Acquisition and Rehabilitation	Loveland Church (Sponsor)	\$13,000,000

Agenda Item No. 5a

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PROJECT: Loma Linda University Medical Center

PURPOSE: Authorize the Issuance of Bonds to Finance and Refinance the Acquisition, Construction, Improvement, Renovation and Equipping of Healthcare Facilities located in the Cities of Loma Linda and Redlands, County of San Bernardino and City of Murrieta, County of Riverside

AMOUNT: Not to Exceed \$400,000,000

EXECUTIVE SUMMARY:

In May, 2016 CSCDA issued \$947,620,000 on behalf of Loma Linda University Medical Center (LLUMC) to partially finance its Campus Transformation Project (outlined below). LLUMC is now seeking additional financing to assist with the completion of the Project.

PROJECT SUMMARY:

Campus Transformation Project

The Campus Transformation Project is the construction of a new health complex on the University Hospital and Children's Hospital campus. In addition to bringing the University Hospital into compliance with required seismic safety standards, the Campus Transformation Project is designed to enhance the health and wellness resources available to the communities served by the University Hospital and the Children's Hospital.

The Campus Transformation Project is multi-faceted and includes the following:

- Development, construction, equipping and furnishing of a new acute care facility that will replace the existing University Hospital.
- A new tower to be operated for children's hospital exclusive uses, which will enhance the existing Children's Hospital.
- The new acute care hospital facility that will replace the University Hospital is designed to comply with California's seismic safety standards.
- The hospital facilities to be constructed as part of the Campus Transformation Project have been designed to provide flexibility and interchangeability to allow for separate and shared space to meet the specific needs of

both adults and children. One significant improvement to the hospital facilities relates to patient rooms, all of which have been designed as private rooms.

PROJECT ANALYSIS:

About LLUMC:

The present 11-story Loma Linda University Medical Center (LLUMC) opened on July 9, 1967. With the completion of the Loma Linda University Children's Hospital (LLUCH) in late 1993, nearly 900 beds are available for patient care, including at Loma Linda University Medical Center East Campus and Loma Linda University Behavioral Medicine Center (LLUBMC). LLUMC serves several outlying communities, including LLUMC-Murrieta and the Highland Springs Medical Plaza.

LLUMC operates some of the largest clinical programs in the United States in areas such as neonatal care and outpatient surgery and is recognized as the international leader in infant heart transplantation and proton treatments for cancer. Each year, the institution admits more than 33,000 inpatients and serves roughly half a million outpatients. LLUMC is the only level one regional trauma center for Inyo, Mono, Riverside, and San Bernardino counties.

Public Agency Approval:

TEFRA Hearing: TEFRA was held by the City of Murrieta on July 3, 2018 and unanimously approved. TEFRA was also held by the County of San Bernardino on June 26, 2018 and unanimously approved. The Cities of Loma Linda and Redlands consented to the County of San Bernardino holding the TEFRA for facilities located within their jurisdictions.

Economic Development:

- LLUMC employs more than 13,000 staff throughout all of its facilities.
- LLUMC's role in the community has generated the establishment of medical clinics, pharmacies, rehabilitation centers and other medical related businesses to assist children in need of continued medical care. In addition, many LLUMC employees live, eat and shop within the community and support the local economy.

Public Benefit:

- In 2016, LLUMC contributed \$180,816,036 in total community benefits, including quantifiable benefits for the poor and broader community.
- Medi-Cal, Medicaid and Medicare acceptance – LLUMC provides healthcare and helps to subsidize the cost of service for patients that participate in government sponsored programs such as Medi-Cal, Medicaid and Medicare. In 2016, LLUMC subsidized more than \$122 million for the unpaid cost of federal, state, and local programs.
- Non-reimbursed community benefit costs – In 2016, LLUMC provided more than \$6 million in traditional charity care charges.
- LLUMC is the region's only Level 1 Trauma Center.

Sources and Uses:

Sources of Funds:

Series 2018 Par Amount:	\$ 391,665,000
Total Sources:	\$ 391,665,000

Uses of Funds:

Project Fund:	\$ 350,000,000
Debt Service Reserve Fund:	\$ 33,830,126

Bond Denomination Rounding:	\$ 1,574
Cost of Issuance	\$ 7,833,300
Total Uses:	\$ 391,665,000

Finance Partners:

Bond Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento

Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento

Underwriter: Bank of America Merrill Lynch, San Francisco

Finance Terms:

Rating: Anticipated to be BB by S&P and Fitch.

Term: 40 years.

Structure: Public offering. The offering will be limited to qualified institutional buyers and accredited investors.

Estimated Closing: August 23, 2018

CSCDA Policy Compliance:

The financing for LLUMC complies with CSCDA's general and issuance policies.

DOCUMENTS: (as attachments)

1. CSCDA Resolution (Attachment A)
2. Photos of Campus Transformation Project (Attachment B)

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

1. Approves the issuance of the Bonds and the financing of the Project;
2. Approves all necessary actions and documents in connection with the financing;
and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

ATTACHMENT A

RESOLUTION NO. 18NP-__

**CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY**

**A RESOLUTION AUTHORIZING THE ISSUANCE OF ONE OR MORE SERIES OF REVENUE BONDS
IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$400,000,000 TO FINANCE AND
REFINANCE THE ACQUISITION, CONSTRUCTION, IMPROVEMENT, RENOVATION AND/OR
EQUIPPING OF HEALTH CARE FACILITIES OWNED AND/OR OPERATED BY LOMA LINDA
UNIVERSITY MEDICAL CENTER AND OTHER MEMBERS OF AN OBLIGATED GROUP, AND
OTHER MATTERS RELATING THERETO**

WHEREAS, pursuant to the provisions of the Joint Exercise of Powers Act, comprising Articles 1, 2, 3 and 4 of Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the Government Code of the State of California (the "Act"), a number of California cities, counties and special districts (each, a "Program Participant") entered into a joint exercise of powers agreement (the "Agreement") pursuant to which the California Statewide Communities Development Authority (the "Authority") was organized;

WHEREAS, the Authority is authorized by its Agreement to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements in order to promote economic development;

WHEREAS, the Authority is authorized by a resolution adopted March 21, 1991, to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements to finance or refinance facilities owned and/or leased and operated by organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 which are determined by the Authority to satisfy the criteria set forth in such resolution (the "Eligible Organizations");

WHEREAS, pursuant to the provisions of the Act, the cities, counties and special districts which are the contracting parties comprising the membership of the Authority are authorized to jointly exercise any power common to such contracting parties, including, without limitation, the power to acquire and dispose of property, both real and personal;

WHEREAS, the County of San Bernardino, California (the "County") is a Program Participant, and the County is authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Chapter 1, Division 1 of Title 3 of the Government Code of the State of California;

WHEREAS, the City of Murrieta, California (the "City") is a Program Participant, and the City is authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Article 1, Chapter 5, Part 2 of Division 3 of Title 4 of the Government Code of the State of California;

WHEREAS, pursuant to the provisions of the Act and the Agreement, the Authority is authorized to enter into installment purchase and/or sale agreements with the Eligible Organizations and to deliver certificates of participation evidencing interests therein;

WHEREAS, pursuant to the provisions of the Act, the Authority may, at its option, issue bonds, rather than certificates of participation, and enter into a loan agreement with the Eligible Organizations;

WHEREAS, each of Loma Linda University Medical Center (the "Corporation"), Loma Linda University Children's Hospital ("LLUCH"), Loma Linda University Behavioral Medicine Center, Inc. ("LLUBMC"), and Loma Linda University Medical Center – Murrieta ("LLUMC – Murrieta") is a California nonprofit religious corporation and a member of an obligated group;

WHEREAS, the Corporation wishes to finance and refinance the acquisition, construction, improvement, renovation and/or equipping of certain health care facilities (the "Project") owned or to be owned and/or operated by (i) the Corporation, LLUCH and LLUBMC and which facilities are or will be located in the County and (ii) LLUMC – Murrieta and which facilities are or will be located in the City;

WHEREAS, the Corporation is requesting the assistance of the Authority in financing and refinancing the Project;

WHEREAS, pursuant to one or more Bond Indentures (individually and collectively, the “Bond Indentures”), each between the Authority and U.S. Bank National Association (the “Bond Trustee”), the Authority will issue one or more series of California Statewide Communities Development Authority Revenue Bonds (Loma Linda University Medical Center), Series 2018 (the “Series 2018 Bonds”), for the purpose, among others, of financing and refinancing the Project;

WHEREAS, pursuant to one or more Loan Agreements (individually and collectively, the “Loan Agreement”), each between the Authority and the Corporation, the Authority will loan the proceeds of the Series 2018 Bonds to the Corporation for the purpose, among others, of financing and refinancing the Project;

WHEREAS, pursuant to one or more Bond Purchase Agreements, each to be dated the date of sale of the Series 2018 Bonds (individually and collectively, the “Bond Purchase Agreement”), executed by Merrill Lynch, Pierce, Fenner & Smith, Incorporated, as underwriter of the Series 2018 Bonds (the “Underwriter”), accepted and agreed to by the Authority and approved and accepted by the Corporation for itself and as Obligated Group Representative (as defined in the Bond Purchase Agreement), the Series 2018 Bonds will be sold to the Underwriter, and the proceeds of such sale will be used as set forth in the Bond Indenture to finance and refinance the Project, to fund a debt service reserve fund under the Bond Indenture, to finance capitalized interest on the Series 2018 Bonds, if necessary, and to pay costs incurred in connection with the issuance of the Series 2018 Bonds;

WHEREAS, the Series 2018 Bonds will be offered for sale through one or more official statements or offering memoranda (individually and collectively, the “Official Statement”) to be used by the Underwriter in connection with the offering and sale of the Series 2018 Bonds;

WHEREAS, one or more series of the Series 2018 Bonds may, at the sole option of the Corporation, be insured by Assured Guaranty Corp. or an affiliate thereof (the “Bond Insurer”);

WHEREAS, if any series of Series 2018 Bonds is not insured by the Bond Insurer, such series of Series 2018 Bonds will initially be offered for sale only to Qualified Institutional Buyers (as described in Rule 144A of the Securities Act of 1933, as amended (the “Securities Act”)) and Accredited Investors (as described in Regulation D of the Securities Act);

WHEREAS, there have been made available to the Commissioners of the Authority the following documents and agreements:

- (1) A proposed form of the Bond Indenture;
- (2) A proposed form of the Loan Agreement;
- (3) A proposed form of the Bond Purchase Agreement; and
- (4) A proposed form of the Official Statement.

WHEREAS, pursuant to Section 5852.1 of the California Government Code, the Authority, as a conduit financing provider, has received certain representations and good faith estimates from the Corporation and has disclosed such good faith estimates as set forth on Exhibit A attached hereto;

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. Pursuant to the Act and the Bond Indenture, the Authority is hereby authorized to issue its revenue bonds, designated as the “California Statewide Communities Development Authority Revenue Bonds (Loma Linda University Medical Center), Series 2018” in an aggregate principal amount not to exceed four hundred million dollars (\$400,000,000), from time to time, in one or more series, with such other name or names of the Series 2018 Bonds or series thereof as designated in the Bond Indenture pursuant to which the Series 2018 Bonds will be issued. The Series 2018 Bonds shall be issued and secured in accordance with the terms of, and shall be in the form

or forms set forth in, the Bond Indenture. The Series 2018 Bonds or any series of them may, at the sole option of the Corporation, be secured by one or more deeds of trust, reserve funds, bond insurance, or other security arrangements. The Series 2018 Bonds shall be executed on behalf of the Authority by the manual or facsimile signature of the Chair of the Authority or the manual signature of any member of the Commission of the Authority or their administrative delegates duly authorized pursuant to Resolution No. 18R-2 of the Authority, adopted on April 19, 2018, or any other resolution of the Authority (each, an “Authorized Signatory”), and attested by the manual or facsimile signature of the Secretary of the Authority or the Assistant to the Secretary of the Authority or the manual signature of any Authorized Signatory.

Section 2. The proposed form of Bond Indenture, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Bond Indenture in substantially said form, with such changes and insertions therein, including changes to the form of Bond Indenture made available to the Commissioners to provide for the issuance of one or more series of Series 2018 Bonds that will be insured by the Bond Insurer or the issuance of taxable Series 2018 Bonds, as any Authorized Signatory, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The series designations, dated date, maturity date or dates, interest rate or rates, interest payment dates, denominations, forms, registration privileges, manner of execution, place or places of payment, terms of redemption, whether a particular series of Series 2018 Bonds will be issued as tax-exempt bonds or taxable bonds, whether a particular series of Series 2018 Bonds will be secured by a debt service reserve fund, whether a particular series of Series 2018 Bonds will be insured by the Bond Insurer, and other terms of the Series 2018 Bonds shall be as provided in the Bond Indenture, as finally executed.

Section 3. The proposed form of Loan Agreement, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Loan Agreement in substantially said form, with such changes and insertions therein, including changes to the form of Loan Agreement made available to the Commissioners related to the loan of proceeds of Series 2018 Bonds insured by the Bond Insurer or issued as taxable bonds, as any Authorized Signatory, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. The proposed form of the Bond Purchase Agreement, as made available to the Commissioners, is hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Bond Purchase Agreement, in substantially said form, with such changes and insertions therein, including changes to the form of Bond Purchase Agreement made available to the Commissioners related to the purchase of Series 2018 Bonds insured by the Bond Insurer or issued as taxable bonds, as any Authorized Signatory, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 5. The proposed preliminary form of the Official Statement, as made available to the Commissioners, including with such changes and insertions therein related to the Bond Insurer insuring any series of the Series 2018 Bonds, is hereby approved. The Underwriter is hereby authorized to distribute the Official Statement in preliminary form, to persons who may be interested in the purchase of the Series 2018 Bonds and to deliver the Official Statement in final form, in substantially the form of the preliminary Official Statement, to the purchasers of the Series 2018 Bonds.

Section 6. The Series 2018 Bonds, when executed as provided in Section 1, shall be delivered to the Bond Trustee for authentication by the Bond Trustee. The Bond Trustee is hereby requested and directed to authenticate the Series 2018 Bonds by executing the Bond Trustee’s Certificate of Authentication and Registration appearing thereon, and to deliver the Series 2018 Bonds, when duly executed and authenticated, to the Underwriter in accordance with written instructions executed on behalf of the Authority by an Authorized Signatory, which any Authorized Signatory, acting alone, is authorized and directed, for and on behalf of the Authority, to execute and deliver to the Bond Trustee. Such instructions shall provide for the delivery of the Series 2018 Bonds to the Underwriter, upon payment of the purchase price thereof.

Section 7. The Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority are hereby authorized and directed, jointly and severally, for and in the name and on behalf of the Authority, to execute and deliver any and all

documents, including, without limitation, any and all documents and certificates to be executed in connection with securing credit support, if any, for the Series 2018 Bonds, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate the actions which the Authority has approved in this Resolution and to consummate by the Authority the transactions contemplated by the documents approved hereby, including any subsequent amendments, waivers or consents entered into or given in accordance with such documents.

Section 8. All actions heretofore taken by the Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority with respect to the issuance of the Series 2018 Bonds are hereby ratified, confirmed and approved.

Section 9. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 19th day of July, 2018.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on July 19, 2018.

By: _____
Authorized Signatory
California Statewide Communities
Development Authority

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the "Borrower") identified below has provided the following required information to the California Statewide Communities Development Authority (the "Authority") as conduit financing provider, prior to the Authority's regular meeting (the "Meeting") of its Commission (the "Commission") at which Meeting the Commission will consider the authorization of conduit revenue obligations (the "Obligations") as identified below.

1. Name of Borrower: Loma Linda University Medical Center.
2. Authority Meeting Date: July 19, 2018.
3. Name of Obligations: California Statewide Communities Development Authority Revenue Bonds (Loma Linda University Medical Center) Series 2018A.
4. ☐ Private Placement Lender or Bond Purchaser, ☒ Underwriter or ☐ Financial Advisor (mark one) engaged by the Borrower provided the Borrower with the required good faith estimates relating to the Obligations [as follows / attached as Schedule A]:
 - (A) The true interest cost of the Obligations, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for Obligations (to the nearest ten-thousandth of one percent): 6.00%.
 - (B) The finance charge of the Obligations, which means the sum of all fees and charges paid to third parties: \$8,000,000.
 - (C) The amount of proceeds received by the public body for sale of the Obligations less the finance charge of the Obligations described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Obligations: \$392,000,000.
 - (D) The total payment amount, which means the sum total of all payments the Borrower will make to pay debt service on the Obligations plus the finance charge of the Obligations described in subparagraph (B) not paid with the proceeds of the Obligations (which total payment amount shall be calculated to the final maturity of the Obligations): \$1,167,528,633.33.
5. The good faith estimates provided above were ☐ presented to the governing board of the Borrower, or ☐ presented to the official or officials or committee designated by the governing board of the Borrower to obligate the Borrower in connection with the Obligations or, in the absence of a governing board, ☒ presented to the official or officials of the Borrower having authority to obligate the Borrower in connection with the Obligations (mark one).

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Obligations issued and sold, the true interest cost thereof, the finance charges thereof, the amount of proceeds received therefrom and total payment amount with respect thereto may differ from such good faith estimates due to a variety of factors. The actual interest rates borne by the Obligations and the actual amortization of the Obligations will depend on market interest rates at the time of sale thereof. Market interest rates are affected by economic and other factors beyond the control of the Borrower.

The Authority is authorized to make this document available to the public at the Meeting of the Authority.

ATTACHMENT B







Agenda Item No. 5b

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: James Hamill, Managing Director

PROJECT: Monte Vista Christian School

PURPOSE: Authorize the Issuance of Bonds to Finance a Multi-Purpose Building for Monte Vista Christian School

AMOUNT: Not to Exceed \$6,000,000

EXECUTIVE SUMMARY:

Monte Vista Christian School (MVCS) located in unincorporated Santa Cruz County will use the bond proceeds to construct a new Multi-Purpose Building of approximately 16,600 square feet.

PROJECT ANALYSIS:

About MVCS:

MVCS began in 1926. Today, the mission of MVCS is about empowering each student and achieving their highest potential. MVCS is dedicated to being a premier Christian college preparatory school, empowering students to impact their world. They embrace the future and were the first school in the world to adopt iPad technology, and are continually seeking to meet students where they are through impactful curriculum and innovative use of spaces. At MVCS offers dedicated, caring, professional educators and a first-class, college-like campus experience.

About the Project:

The Multi-Purpose Building will be located over the existing tennis courts and along the main pedestrian path through campus. It will include a main performance/assembly space with a stage and retractable seating to accommodate a variety of layouts and events. It will also include separate large classrooms for group vocal and instrumental arts instruction, as well as smaller spaces for individual vocal/instrumental practice. The exterior will include an entry foyer that will connect the Multi-Purpose Building to the existing campus quad.

Public Agency Approval:

TEFRA Hearing: August 7, 2018 – County of Santa Cruz – Issuance of bonds subject to TEFRA approval by the County.

Public Benefit:

MVCS allows the use of its facilities to the public including the baseball fields, at no cost, to the local little league during the summer months. MVCS has been a valuable partner in the Watsonville community for over 90 years.

Sources and Uses:**Sources of Funds:**

Tax-Exempt Bonds:	\$ 5,000,000
MVCS Equity:	<u>\$ 5,199,600</u>
Total Sources:	\$10,199,600

Uses of Funds:

Project Fund:	\$10,000,000
Costs of Issuance:	<u>\$ 199,600</u>
Total Uses:	\$10,199,600

Finance Partners:

Bond Counsel:	Squire Patton Boggs, LLP, Los Angeles
Authority Counsel:	Orrick, Herrington & Sutcliffe, LLP, Sacramento
Private Placement Purchaser:	Santa Cruz County Bank, Santa Cruz
Placement Agent:	Stifel Nicolaus, San Francisco

Finance Terms:

Anticipated Rating:	Unrated
Term:	30 years at a fixed interest rate
Structure:	Private Placement
Estimated Closing:	August 9, 2018

CSCDA Policy Compliance:

The financing complies with CSCDA's general and issuance policies.

DOCUMENTS: (as attachments)

1. Rendering of Multi-Purpose Building (Attachment A)
2. CSCDA Resolution (Attachment B)

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

1. Approves the issuance of the Bonds and the financing of the Project, subject to TEFRA approval by the County of Santa Cruz;
2. Approves all necessary actions and documents in connection with the financing;
and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

ATTACHMENT A



ATTACHMENT B

RESOLUTION NO. __NP-__

**CALIFORNIA STATEWIDE COMMUNITIES
DEVELOPMENT AUTHORITY**

**A RESOLUTION AUTHORIZING THE OBTAINING OF A LOAN OR
LOANS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED
\$6,000,000 AND THE MAKING OF A LOAN OR LOANS IN THE SAME
AMOUNT TO FINANCE AND/OR REFINANCE THE ACQUISITION,
CONSTRUCTION, IMPROVEMENT AND EQUIPPING OF CERTAIN
EDUCATIONAL FACILITIES FOR MONTE VISTA CHRISTIAN
SCHOOL AND OTHER MATTERS RELATING THERETO**

WHEREAS, pursuant to the provisions of the Joint Exercise of Powers Act, comprising Articles 1, 2, 3 and 4 of Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the Government Code of the State of California (the "Act"), a number of California cities, counties and special districts (each, a "Program Participant") entered into a joint exercise of powers agreement (the "Agreement") pursuant to which the California Statewide Communities Development Authority (the "Authority") was organized;

WHEREAS, the Authority is authorized by its Agreement to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements in order to promote economic development;

WHEREAS, the Authority is authorized by a resolution adopted March 21, 1991, to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements to finance or refinance facilities owned and/or leased and operated by organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") which are determined by the Authority to satisfy the criteria set forth in such resolution (the "Eligible Organizations");

WHEREAS, pursuant to the provisions of the Act, the cities, counties and special districts which are the contracting parties comprising the membership of the Authority are authorized to jointly exercise any power common to such contracting parties, including, without limitation, the power to acquire and dispose of property, both real and personal;

WHEREAS, the County of Santa Cruz (the "County") is a Program Participant, and such County is authorized to acquire and dispose of property, both real and personal, pursuant to the provisions of Chapter 1, Division 1 of Title 3 of the Government Code of the State of California;

WHEREAS, pursuant to the provisions of the Act and the Agreement, the Authority is authorized to enter into installment purchase and/or sale agreements with the Eligible Organizations and to deliver certificates of participation evidencing interests therein;

WHEREAS, pursuant to the provisions of the Act, the Authority may, at its option, issue bonds, rather than certificates of participation, and enter into a loan agreement with the Eligible Organizations;

WHEREAS, Monte Vista Christian School, a California nonprofit corporation and an organization described in Section 501(c)(3) of the Code (the “Borrower”), wishes to: (1) pay, or reimburse money advanced to pay, certain costs of acquiring, constructing, renovating, improving, equipping and installing educational facilities of the Borrower, including construction of a portion of a new multi-purpose building and all related fixtures, furnishings and equipment located or to be located within the area of the County, but limited to costs of the Eligible Portion (as defined in the Loan Agreement described herein); (2) paying costs incidental thereto and the costs of financing thereof; (3) providing capitalized interest on the Borrower Loan (as defined herein) and (4) paying certain issuance costs related to the Borrower Loan (collectively, the “Project”);

WHEREAS, the Project and facilities are to be owned and operated by the Borrower and located in the County;

WHEREAS, the Borrower is requesting the assistance of the Authority in financing and/or refinancing the Project;

WHEREAS, Bond Counsel has advised the Authority that assisting the Borrower in the financing of the Project is authorized by the Act and other applicable provisions of law;

WHEREAS, pursuant to a Master Loan Agreement (the “Loan Agreement”), among the Authority, Santa Cruz County Bank (the “Lender”) and the Borrower, the Authority will obtain a loan (the “Authority Loan”) from the Lender and loan the proceeds of the Authority Loan to the Borrower (the “Borrower Loan” and, together with the Authority Loan, the “Loan”) for the purpose, among others, of financing and/or refinancing the Project;

WHEREAS, pursuant to an Assignment Agreement (the “Assignment Agreement”), between the Authority and the Lender, the Authority will (among other things) assign to the Lender all of the Authority’s right, title, interest and obligation in, to and under the Loan Agreement, except for the Reserved Authority Rights (as defined in the Loan Agreement);

WHEREAS, the Borrower agrees to make loan payments directly to the Lender sufficient to pay principal of, premium, if any, and interest on the Loan;

WHEREAS, the Lender is a Qualified Institutional Buyer or an Accredited Investor (each as defined in the Loan Agreement) and is thereby qualified to participate in the Loan as a lender;

WHEREAS, there has been made available to the Commissioners of the Authority a proposed form of the Loan Agreement and a proposed form of the Assignment Agreement; and

WHEREAS, pursuant to Section 5852.1 of the California Government Code, the Authority, as a conduit financing provider, has received certain representations and good faith estimates from the Borrower and has disclosed such good faith estimates as set forth on Exhibit A attached hereto.

NOW THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority, as follows:

Section 1. Pursuant to the Act and the Loan Agreement, the Authority is hereby authorized to obtain and make the Loan designated as the “California Statewide Communities Development Authority 2018 Tax Exempt Loan (Monte Vista Christian School)” in an aggregate principal amount not to exceed six million dollars (\$6,000,000). The Loan shall be made and secured in accordance with the terms of, and shall be in the form or forms set forth in, the Loan Agreement. The Loan documents to which the Authority is a party shall be executed, if at all, on behalf of the Authority by the manual or facsimile signature of the Chair of the Authority or the manual signature of any member of the Commission of the Authority or their administrative delegates duly authorized pursuant to Resolution No. 18R-2 of the Authority, adopted on April 19, 2018 (each, an “Authorized Signatory”), and, if indicated for attestation, attested by the manual or facsimile signature of the Secretary of the Authority or the Assistant to the Secretary of the Authority or the manual signature of any Authorized Signatory.

Section 2. The proposed forms of Loan Agreement and Assignment Agreement, as made available to the Commissioners, are hereby approved. Any Authorized Signatory is hereby authorized and directed, for and on behalf of the Authority, to execute and deliver the Loan Agreement and Assignment Agreement in substantially said forms, with such changes and insertions therein as any member of the Commission, with the advice of counsel to the Authority, may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The principal amount of the Loan, the Loan date, the Loan maturity date or dates, the Loan interest rate or rates, the Loan interest payment dates, manner of execution, place or places of payment, terms of prepayment and other terms of the Loan shall be as provided in the Loan Agreement, as finally executed.

Section 7. The Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority are hereby authorized and directed, jointly and severally, for and in the name and on behalf of the Authority, to execute and deliver any and all documents, including, without limitation, any and all documents and certificates to be executed in connection with securing credit support, if any, for the Loan, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate the actions which the Authority has approved in this Resolution and to consummate by the Authority the transactions contemplated by the documents approved hereby, including any subsequent amendments, waivers or consents entered into or given in accordance with such documents.

Section 8. All actions heretofore taken by the Chair, the Vice Chair, the Secretary, the Treasurer, any other members of the Commission of the Authority and other appropriate officers and agents of the Authority with respect to the obtaining and making of the Loan are hereby ratified, confirmed and approved.

Section 9. Notwithstanding anything to the contrary in this Resolution, no documents referenced in this Resolution may be executed and delivered until the County has held the hearing pursuant to Section 147(f) of the Code, if required by said Section, and has approved the Loan as may be required thereby and in accordance with Section 9 of the Agreement to provide financing and refinancing for the Project.

Section 10. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this 19th day of July, 2018.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on July 19, 2018.

By: _____

Authorized Signatory
California Statewide Communities
Development Authority

EXHIBIT A

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the "Borrower") identified below has provided the following required information to the California Statewide Communities Development Authority (the "Authority") as conduit financing provider, prior to the Authority's regular meeting (the "Meeting") of its Commission (the "Commission") at which Meeting the Commission will consider the authorization of conduit revenue obligations (the "Obligations") as identified below.

1. Name of Borrower: Monte Vista Christian School.
2. Authority Meeting Date: July 19, 2018.
3. Name of Obligations California Statewide Communities Development Authority 2018 Tax Exempt Loan (Monte Vista Christian School).
4. ☐ Private Placement Lender or Bond Purchaser, ☐ Underwriter or ☒ Financial Advisor (mark one) engaged by the Borrower provided the Borrower with the required good faith estimates relating to the Obligations as follows:
 - (A) The true interest cost of the Obligations, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for Obligations (to the nearest ten-thousandth of one percent): 3.1454%.
 - (B) The finance charge of the Obligations, which means the sum of all fees and charges paid to third parties: \$199,600.00.
 - (C) The amount of proceeds received by the public body for sale of the Obligations less the finance charge of the Obligations described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Obligations: \$4,800,400.00.
 - (D) The total payment amount, which means the sum total of all payments the Borrower will make to pay debt service on the Obligations plus the finance charge of the Obligations described in subparagraph (B) not paid with the proceeds of the Obligations (which total payment amount shall be calculated to the final maturity of the Obligations): \$6,494,887.80.
5. The good faith estimates provided above were ☐ presented to the governing board of the Borrower, or ☒ presented to the official or officials or committee designated by the governing board of the Borrower to obligate the Borrower in connection with the Obligations or, in the absence of a governing board, ☒ presented to the official or officials of the Borrower having authority to obligate the Borrower in connection with the Obligations (mark one).

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Obligations issued and sold, the true interest cost thereof, the finance charges thereof, the amount of proceeds received therefrom and total payment amount with respect thereto may differ from such good faith estimates due to a variety of factors. The actual interest rates borne by the Obligations and the actual amortization of the Obligations will depend on market interest rates at the time of sale thereof. Market interest rates are affected by economic and other factors beyond the control of the Borrower.

The Authority is authorized to make this document available to the public at the Meeting of the Authority.

Dated: _____



Agenda Item No. 5c

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PROJECT: Channel Island Park Apartments

PURPOSE: Approve the Financing of Rental Affordable Housing Project Located in the City of Oxnard, County of Ventura

AMOUNT: Not to Exceed \$45,000,000

EXECUTIVE SUMMARY:

Channel Island Park Apartments (the “Project”) is an acquisition and rehabilitation of a 152-unit rental affordable housing project located in the City of Oxnard. 100% of the units will remain rent restricted for low-income tenants.

PROJECT DESCRIPTION:

- Acquisition and rehabilitation of 152 units of affordable rental housing located at 931 Bismark Way in the City of Oxnard.
- 16 two-story wood frame buildings.
- Consists of 38 one-bedroom units, 76 two-bedroom units, 36 three-bedroom units and two manager units.

PROJECT ANALYSIS:

Background on Applicant:

Desola Capital Group, headquartered in Orange County, California (“Desola”), specializes in multifamily real property investment. They add value throughout the entire success of the acquisition, renovation, repositioning, management and disposition of existing apartment assets. Desola is experienced in navigating the complexities of affordable housing development and is committed to creating long term housing solutions in the cities and communities that they serve. They believe passionately in using their extensive experience and skills to create a positive impact in communities and take great pride in the quality of their developments, their ongoing commitment to community revitalization, and extensive and collaborative partnership with financial and public-

sector entities. The Project, along with Summercrest Apartments, are DeSola's first two financings with CSCDA.

Public Agency Approval:

TEFRA Hearing: April 10, 2018 – City of Oxnard – unanimous approval

CDLAC Approval: May 16, 2018

Public Benefits:

- 100% of the units will be rent restricted for 55 years.
 - 70% (104 units) restricted to 60% or less of area median income households.
 - 30% (46 units) restricted to 50% or less of area median income households.
- The Project is in close proximity to recreational facilities, grocery/retail shopping and public K-12 schools.

Sources and Uses:

Sources of Funds:

Tax-Exempt Bonds:	\$ 34,291,875
GP Equity:	\$ 760,000
Deferred Developer Fee:	\$ 4,870,267
Operating Income:	\$ 1,586,786
Solar Equity Credit:	\$ 112,789
Tax Credits:	<u>\$ 15,405,510</u>
Total Sources:	\$ 57,027,227

Uses of Funds:

Acquisition:	\$ 37,696,000
Construction Costs:	\$ 6,974,880
Developer Fee:	\$ 6,545,708
Reserves:	\$ 1,670,154
Soft Costs:	<u>\$ 4,140,485</u>
Total Uses:	\$ 57,027,227

Finance Partners:

Bond Counsel: Orrick, Herrington & Sutcliffe, LLP, San Francisco

Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento

Private Placement Purchaser: JLL Capital Markets

Finance Terms:

Rating: Unrated
Term: 35 years
Structure: Private Placement
Closing: August 31, 2018

CSCDA Policy Compliance:

The financing of the Project complies with CSCDA's general and issuance policies for unrated debt.

DOCUMENTS: (as attachments)

1. Project Photographs (Attachment A)
2. CSCDA Resolution (Attachment B)

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

1. Approves the issuance of the Bonds and the financing of the Project;
2. Approves all necessary actions and documents in connection with the financing;
and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

ATTACHMENT A



ATTACHMENT B

RESOLUTION NO. 18H-__

A RESOLUTION OF THE CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY OF A MULTIFAMILY HOUSING REVENUE NOTE IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$45,000,000 FOR THE FINANCING OF A MULTIFAMILY RENTAL HOUSING PROJECT GENERALLY KNOWN AS CHANNEL ISLAND PARK APARTMENTS; DETERMINING AND PRESCRIBING CERTAIN MATTERS AND APPROVING AND AUTHORIZING THE EXECUTION OF AND DELIVERY OF VARIOUS DOCUMENTS RELATED THERETO; RATIFYING ANY ACTION HERETOFORE TAKEN AND APPROVING RELATED MATTERS IN CONNECTION WITH THE NOTE.

WHEREAS, the California Statewide Communities Development Authority (the “Authority”) is authorized by the Joint Powers Act, commencing with Section 6500 of the California Government Code (the “JPA Law”), and its Amended and Restated Joint Exercise of Powers Agreement, dated as of June 1, 1988, as the same may be amended (the “Agreement”), to issue revenue bonds and execute and deliver revenue notes for the purpose of financing, among other things, the acquisition, construction, rehabilitation, and development of multifamily rental housing projects in accordance with Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code (the “Housing Law”);

WHEREAS, Channel Island Apartments, LP, a Delaware limited partnership, and entities related thereto (collectively, the “Borrower”), has requested that the Authority execute and deliver its California Statewide Communities Development Authority Multifamily Housing Revenue Note (Channel Island Park Apartments) 2018 Series M (the “Note”) to assist in the financing of the acquisition, rehabilitation and development of a 152-unit multifamily housing rental facility located in the City of Oxnard, California (the “City”), and known as Channel Island Park Apartments (the “Project”);

WHEREAS, on May 16, 2018, the Authority received an allocation in the amount of \$35,500,000 (the “Allocation Amount”) from the California Debt Limit Allocation Committee in connection with the Project;

WHEREAS, the City is a Program Participant (as defined in the Agreement) of the Authority and has authorized the execution and delivery of the Note;

WHEREAS, the Authority is willing to execute and deliver the Note in an aggregate principal amount not to exceed \$45,000,000, provided that the portion of such Note executed and delivered as federally tax-exempt obligations shall not exceed the Allocation Amount, and to loan the proceeds thereof to the Borrower to assist in providing financing for the Project, which will allow the Borrower to reduce the cost of the Project and to assist in providing housing for low income persons;

WHEREAS, the Note will be executed and delivered to Jones Lang LaSalle Multifamily, LLC (the “Funding Lender”), as the initial holder of the Note;

WHEREAS, pursuant to Section 5852.1 of the California Government Code, the Authority, as a conduit financing provider, has received certain representations and good faith estimates from the Borrower and has disclosed such good faith estimates as set forth on Exhibit A attached hereto;

WHEREAS, there have been prepared and made available to the members of the Commission of the Authority (the “Commission”) the following documents required for the execution and delivery of the Note, and such documents are now in substantial form and appropriate instruments to be executed and delivered for the purposes intended:

(1) Funding Loan Agreement (the “Funding Loan Agreement”) to be entered into among the Funding Lender, Wilmington Trust, National Association, as fiscal agent (the “Fiscal Agent”) and the Authority;

(2) Project Loan Agreement (the “Project Loan Agreement”) to be entered into among the Authority, the Fiscal Agent and the Borrower; and

(3) Regulatory Agreement and Declaration of Restrictive Covenants relating to the Project (the “Regulatory Agreement”) to be entered into by and between the Authority and the Borrower.

NOW, THEREFORE, BE IT RESOLVED by the members of the Commission, as follows:

Section 1. The recitals set forth above are true and correct, and the members of the Commission hereby find them to be so.

Section 2. Pursuant to the JPA Law and the Funding Loan Agreement, and in accordance with the Housing Law, the Authority is hereby authorized to execute and deliver the Note in one or more series. The Note shall be designated as “California Statewide Communities Development Authority Multifamily Housing Revenue Note (Channel Island Park Apartments) 2018 Series M” including, if and to the extent necessary, one or more sub-series, with appropriate modifications and series and sub-series designations as necessary, in an aggregate principal amount not to exceed \$45,000,000; provided that the aggregate principal amount of any tax-exempt Note executed and delivered shall not exceed the Allocation Amount. The Note shall be executed and delivered in the form set forth in and otherwise in accordance with the Funding Loan Agreement, and shall be executed on behalf of the Authority by the manual signature of any Authorized Signatory (as defined below). The Note shall be secured in accordance with the terms of the Funding Loan Agreement presented to this meeting, as hereinafter approved. Payment of the principal and purchase price of, and prepayment or redemption premium, if any, and interest on, the Note shall be made solely from amounts pledged thereto under the Funding Loan Agreement, and the Note shall not be deemed to constitute a debt or liability of the Authority, any Program Participant of the Authority or any Member of the Commission of the Authority (each, a “Member”).

Section 3. The Funding Loan Agreement in the form presented at this meeting is hereby approved. Any Member, or any other person as may be designated and authorized to sign for the Authority pursuant to a resolution adopted thereby (including, without limitation, the administrative delegates duly authorized pursuant to Resolution No. 18R-2 of the Authority, adopted on April 19, 2018) (together with the Members, each such person is referred to herein individually as an “Authorized Signatory”), acting alone, is authorized to execute by manual signature and deliver the Funding Loan Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof. The date, maturity date or dates (which shall not extend beyond 45 years from the date of execution and delivery thereof), interest rate or rates (which shall not exceed 12%), interest payment dates, denominations, form, registration privileges, manner of execution, place of payment, terms of prepayment and other terms of the Note shall be as provided in the Funding Loan Agreement as finally executed.

Section 4. The Project Loan Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Project Loan Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 5. The Regulatory Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Regulatory Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 6. The Authority is hereby authorized to execute and deliver the Note to the Funding Lender pursuant to the terms and conditions of the Funding Loan Agreement.

Section 7. The Note, when executed, shall be delivered to the Fiscal Agent for authentication. The Fiscal Agent is hereby requested and directed to authenticate the Note by executing the certificate of authentication of the Fiscal Agent appearing thereon, and to deliver the Note, when duly executed and authenticated, to or at the direction of the Funding Lender, in accordance with written instructions executed and delivered on behalf of the Authority by an Authorized Signatory, which any Authorized Signatory, acting alone, is hereby authorized and directed to execute and deliver such instructions to the Fiscal Agent. Such instructions shall provide for the delivery of the Note to or at the direction of the Funding Lender in accordance with the Funding Loan Agreement upon payment of the purchase price thereof.

Section 8. All actions heretofore taken by the officers and agents of the Authority with respect to the financing of the Project and the issuance, execution and delivery of the Note are hereby approved, ratified and confirmed, and any Authorized Signatory, acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents, including but not limited to a tax certificate, loan related documents, an assignment of deed of trust, a subordination and intercreditor agreement, an endorsement, allonge

or assignment of any note and such other documents as described in the Funding Loan Agreement and the other documents herein approved, which they, or any of them, may deem necessary or advisable in order to consummate the lawful issuance, execution and delivery of the Note and to effectuate the purposes thereof and of the documents herein approved in accordance with this Resolution and resolutions heretofore adopted by the Authority and otherwise in order to carry out the financing of the Project.

Section 9. All consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, whether before or after the issuance, execution and delivery of the Note, including without limitation any of the foregoing that may be necessary or desirable in connection with any default under or amendment of such documents, any transfer or other disposition of the Project, any addition or substitution of security for the Note or any prepayment or redemption of the Note, may be given or taken by any Authorized Signatory, as appropriate, without further authorization by the Commission, and each such officer is hereby authorized and directed to give any such consent, approval, notice, order or request and to take any such action that such officer may deem necessary or desirable to further the purposes of this Resolution and the financing of the Project; provided such action shall not create any obligation or liability of the Authority other than as provided in the Funding Loan Agreement and other documents approved herein.

This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this July 19, 2018.

The undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on July 19, 2018.

By: _____
Authorized Signatory

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the “Borrower”) identified below has provided the following required information to the California Statewide Communities Development Authority (the “Authority”) as conduit financing provider, prior to the Authority’s regular meeting (the “Meeting”) of its Commission (the “Commission”) at which Meeting the Commission will consider the authorization of conduit revenue obligations (the “Obligations”) as identified below.

1. Name of Borrower: Channel Island Apartments, LP, a Delaware limited partnership
2. Authority Meeting Date: July 19, 2018
3. Name of Obligations: CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY MULTIFAMILY HOUSING REVENUE NOTE (CHANNEL ISLAND PARK APARTMENTS) 2018 SERIES M
4. X Private Placement Lender or Bond Purchaser, Underwriter or Financial Advisor (mark one) engaged by the Borrower provided the Borrower with the required good faith estimates relating to the Obligations [as follows / attached as Schedule A]:
 - [(A)] The true interest cost of the Obligations, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for Obligations (to the nearest ten-thousandth of one percent): 4.54% (net of 10 bps per year servicing fee).
 - (B) The finance charge of the Obligations, which means the sum of all fees and charges paid to third parties: \$3,091,309.
 - (C) The amount of proceeds received by the public body for sale of the Obligations less the finance charge of the Obligations described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Obligations: \$30,290,412 (\$34,291,875 proceeds less B above and \$910,154 in reserves).
 - (D) The total payment amount, which means the sum total of all payments the Borrower will make to pay debt service on the Obligations plus the finance charge of the Obligations described in subparagraph (B) not paid with the proceeds of the Obligations (which total payment amount shall be calculated to the final maturity of the Obligations): \$34,162,911 (Annual

DS on loan \$1,988,437, plus annual issuer fee of 5bps or \$17,146, plus
fiscal agent fee of \$4,000 = \$2,009,583 x 17 year term = \$34,162,911).

5. The good faith estimates [provided above / attached as Schedule A] were X presented to the governing board of the Borrower, or presented to the official or officials or committee designated by the governing board of the Borrower to obligate the Borrower in connection with the Obligations or, in the absence of a governing board, presented to the official or officials of the Borrower having authority to obligate the Borrower in connection with the Obligations (mark one).

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Obligations issued and sold, the true interest cost thereof, the finance charges thereof, the amount of proceeds received therefrom and total payment amount with respect thereto may differ from such good faith estimates due to a variety of factors. The actual interest rates borne by the Obligations and the actual amortization of the Obligations will depend on market interest rates at the time of sale thereof. Market interest rates are affected by economic and other factors beyond the control of the Borrower.

The Authority is authorized to make this document available to the public at the Meeting of the Authority.

Dated: July 16, 2018



Agenda Item No. 5d

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PROJECT: Summercrest Apartments

PURPOSE: Approve the Financing of Rental Affordable Housing Project Located in the City of National City, County of San Diego

AMOUNT: Not to Exceed \$80,000,000

EXECUTIVE SUMMARY:

Summercrest Apartments (the “Project”) is an acquisition and rehabilitation of a 372-unit rental affordable housing project located in the City of National City. 100% of the units will remain rent restricted for low-income tenants.

PROJECT DESCRIPTION:

- Acquisition and rehabilitation of 372 units of affordable rental housing located at 2601-2717 Plaza Blvd. in the City of National City.
- 14 two-story and seven-story wood frame buildings.
- Consists of 84 studios, 56 one-bedroom units, 166 two-bedroom units, 62 three-bedroom units and four manager units.

PROJECT ANALYSIS:

Background on Applicant:

Desola Capital Group, headquartered in Orange County, California (“Desola”), specializes in multifamily real property investment. They add value throughout the entire success of the acquisition, renovation, repositioning, management and disposition of existing apartment assets. Desola is experienced in navigating the complexities of affordable housing development and is committed to creating long term housing solutions in the cities and communities that they serve. They believe passionately in using their extensive experience and skills to create a positive impact in communities and take great pride in the quality of their developments, their ongoing commitment to community revitalization, and extensive and collaborative partnership with financial and public-

sector entities. The Project, along with Channel Island Apartments, are DeSola's first two financings with CSCDA.

Public Agency Approval:

TEFRA Hearing: April 3, 2018 – City of National City – unanimous approval

CDLAC Approval: May 16, 2018

Public Benefits:

- 100% of the units will be rent restricted for 55 years.
 - 70% (257 units) restricted to 60% or less of area median income households.
 - 30% (111 units) restricted to 50% or less of area median income households.
- The Project is in close proximity to recreational facilities, grocery/retail shopping and public K-12 schools.

Sources and Uses:

Sources of Funds:

Tax-Exempt Bonds:	\$ 66,072,020
GP Equity:	\$ 1,890,169
Deferred Developer Fee:	\$ 8,385,643
Operating Income:	\$ 4,166,454
Tax Credits:	<u>\$ 34,343,800</u>
Total Sources:	\$ 114,858,087

Uses of Funds:

Acquisition:	\$ 76,178,000
Construction Costs:	\$ 12,529,605
Developer Fee:	\$ 13,605,643
Reserves:	\$ 3,362,818
Soft Costs:	<u>\$ 9,182,020</u>
Total Uses:	\$ 114,858,086

Finance Partners:

Bond Counsel: Orrick, Herrington & Sutcliffe, LLP, San Francisco

Authority Counsel: Orrick, Herrington & Sutcliffe, LLP, Sacramento

Private Placement Purchaser: JLL Capital Markets

Finance Terms:

Rating: Unrated
Term: 35 years
Structure: Private Placement
Closing: August 31, 2018

CSCDA Policy Compliance:

The financing of the Project complies with CSCDA's general and issuance policies for unrated debt.

DOCUMENTS: (as attachments)

1. Project Photographs (Attachment A)
2. CSCDA Resolution (Attachment B)

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

1. Approves the issuance of the Bonds and the financing of the Project;
2. Approves all necessary actions and documents in connection with the financing;
and
3. Authorizes any member of the Commission or Authorized Signatory to sign all necessary documents.

ATTACHMENT A



ATTACHMENT B

RESOLUTION NO. 18H-__

A RESOLUTION OF THE CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY OF A MULTIFAMILY HOUSING REVENUE NOTE IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$80,000,000 FOR THE FINANCING OF A MULTIFAMILY RENTAL HOUSING PROJECT GENERALLY KNOWN AS SUMMERCREST APARTMENTS; DETERMINING AND PRESCRIBING CERTAIN MATTERS AND APPROVING AND AUTHORIZING THE EXECUTION OF AND DELIVERY OF VARIOUS DOCUMENTS RELATED THERETO; RATIFYING ANY ACTION HERETOFORE TAKEN AND APPROVING RELATED MATTERS IN CONNECTION WITH THE NOTE.

WHEREAS, the California Statewide Communities Development Authority (the “Authority”) is authorized by the Joint Powers Act, commencing with Section 6500 of the California Government Code (the “JPA Law”), and its Amended and Restated Joint Exercise of Powers Agreement, dated as of June 1, 1988, as the same may be amended (the “Agreement”), to issue revenue bonds and execute and deliver revenue notes for the purpose of financing, among other things, the acquisition, construction, rehabilitation, and development of multifamily rental housing projects in accordance with Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code (the “Housing Law”);

WHEREAS, Summercrest Apartment Associates, LP, a Delaware limited partnership, and entities related thereto (collectively, the “Borrower”), has requested that the Authority execute and deliver its California Statewide Communities Development Authority Multifamily Housing Revenue Note (Summercrest Apartments) 2018 Series N (the “Note”) to assist in the financing of the acquisition, rehabilitation and development of a 372-unit multifamily housing rental facility located in National City, California (the “City”), and known as Summercrest Apartments (the “Project”);

WHEREAS, on May 16, 2018, the Authority received an allocation in the amount of \$67,450,000 (the “Allocation Amount”) from the California Debt Limit Allocation Committee in connection with the Project;

WHEREAS, the City is a Program Participant (as defined in the Agreement) of the Authority and has authorized the execution and delivery of the Note;

WHEREAS, the Authority is willing to execute and deliver the Note in an aggregate principal amount not to exceed \$80,000,000, provided that the portion of such Note executed and delivered as federally tax-exempt obligations shall not exceed the Allocation Amount, and to loan the proceeds thereof to the Borrower to assist in providing financing for the Project, which will allow the Borrower to reduce the cost of the Project and to assist in providing housing for low income persons;

WHEREAS, the Note will be executed and delivered to Jones Lang LaSalle Multifamily, LLC (the “Funding Lender”), as the initial holder of the Note;

WHEREAS, pursuant to Section 5852.1 of the California Government Code, the Authority, as a conduit financing provider, has received certain representations and good faith estimates from the Borrower and has disclosed such good faith estimates as set forth on Exhibit A attached hereto;

WHEREAS, there have been prepared and made available to the members of the Commission of the Authority (the “Commission”) the following documents required for the execution and delivery of the Note, and such documents are now in substantial form and appropriate instruments to be executed and delivered for the purposes intended:

(1) Funding Loan Agreement (the “Funding Loan Agreement”) to be entered into among the Funding Lender, Wilmington Trust, National Association, as fiscal agent (the “Fiscal Agent”) and the Authority;

(2) Project Loan Agreement (the “Project Loan Agreement”) to be entered into among the Authority, the Fiscal Agent and the Borrower; and

(3) Regulatory Agreement and Declaration of Restrictive Covenants relating to the Project (the “Regulatory Agreement”) to be entered into by and between the Authority and the Borrower.

NOW, THEREFORE, BE IT RESOLVED by the members of the Commission, as follows:

Section 1. The recitals set forth above are true and correct, and the members of the Commission hereby find them to be so.

Section 2. Pursuant to the JPA Law and the Funding Loan Agreement, and in accordance with the Housing Law, the Authority is hereby authorized to execute and deliver the Note in one or more series. The Note shall be designated as “California Statewide Communities Development Authority Multifamily Housing Revenue Note (Summercrest Apartments) 2018 Series N” including, if and to the extent necessary, one or more sub-series, with appropriate modifications and series and sub-series designations as necessary, in an aggregate principal amount not to exceed \$80,000,000; provided that the aggregate principal amount of any tax-exempt Note executed and delivered shall not exceed the Allocation Amount. The Note shall be executed and delivered in the form set forth in and otherwise in accordance with the Funding Loan Agreement, and shall be executed on behalf of the Authority by the manual signature of any Authorized Signatory (as defined below). The Note shall be secured in accordance with the terms of the Funding Loan Agreement presented to this meeting, as hereinafter approved. Payment of the principal and purchase price of, and prepayment or redemption premium, if any, and interest on, the Note shall be made solely from amounts pledged thereto under the Funding Loan Agreement, and the Note shall not be deemed to constitute a debt or liability of the Authority, any Program Participant of the Authority or any Member of the Commission of the Authority (each, a “Member”).

Section 3. The Funding Loan Agreement in the form presented at this meeting is hereby approved. Any Member, or any other person as may be designated and authorized to sign for the Authority pursuant to a resolution adopted thereby (including, without limitation, the administrative delegates duly authorized pursuant to Resolution No. 18R-2 of the Authority, adopted on April 19, 2018) (together with the Members, each such person is referred to herein individually as an “Authorized Signatory”), acting alone, is authorized to execute by manual signature and deliver the Funding Loan Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof. The date, maturity date or dates (which shall not extend beyond 45 years from the date of execution and delivery thereof), interest rate or rates (which shall not exceed 12%), interest payment dates, denominations, form, registration privileges, manner of execution, place of payment, terms of prepayment and other terms of the Note shall be as provided in the Funding Loan Agreement as finally executed.

Section 4. The Project Loan Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Project Loan Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 5. The Regulatory Agreement in the form presented at this meeting is hereby approved. Any Authorized Signatory, acting alone, is authorized to execute by manual signature and deliver the Regulatory Agreement, with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the Authority, such approval to be conclusively evidenced by the delivery thereof.

Section 6. The Authority is hereby authorized to execute and deliver the Note to the Funding Lender pursuant to the terms and conditions of the Funding Loan Agreement.

Section 7. The Note, when executed, shall be delivered to the Fiscal Agent for authentication. The Fiscal Agent is hereby requested and directed to authenticate the Note by executing the certificate of authentication of the Fiscal Agent appearing thereon, and to deliver the Note, when duly executed and authenticated, to or at the direction of the Funding Lender, in accordance with written instructions executed and delivered on behalf of the Authority by an Authorized Signatory, which any Authorized Signatory, acting alone, is hereby authorized and directed to execute and deliver such instructions to the Fiscal Agent. Such instructions shall provide for the delivery of the Note to or at the direction of the Funding Lender in accordance with the Funding Loan Agreement upon payment of the purchase price thereof.

Section 8. All actions heretofore taken by the officers and agents of the Authority with respect to the financing of the Project and the issuance, execution and delivery of the Note are hereby approved, ratified and confirmed, and any Authorized Signatory, acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents, including but not limited to a tax certificate, loan related documents, an assignment of deed of trust, a subordination and intercreditor agreement, an endorsement, allonge

or assignment of any note and such other documents as described in the Funding Loan Agreement and the other documents herein approved, which they, or any of them, may deem necessary or advisable in order to consummate the lawful issuance, execution and delivery of the Note and to effectuate the purposes thereof and of the documents herein approved in accordance with this Resolution and resolutions heretofore adopted by the Authority and otherwise in order to carry out the financing of the Project.

Section 9. All consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, whether before or after the issuance, execution and delivery of the Note, including without limitation any of the foregoing that may be necessary or desirable in connection with any default under or amendment of such documents, any transfer or other disposition of the Project, any addition or substitution of security for the Note or any prepayment or redemption of the Note, may be given or taken by any Authorized Signatory, as appropriate, without further authorization by the Commission, and each such officer is hereby authorized and directed to give any such consent, approval, notice, order or request and to take any such action that such officer may deem necessary or desirable to further the purposes of this Resolution and the financing of the Project; provided such action shall not create any obligation or liability of the Authority other than as provided in the Funding Loan Agreement and other documents approved herein.

This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this July 19, 2018.

The undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on July 19, 2018.

By: _____
Authorized Signatory

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the “Borrower”) identified below has provided the following required information to the California Statewide Communities Development Authority (the “Authority”) as conduit financing provider, prior to the Authority’s regular meeting (the “Meeting”) of its Commission (the “Commission”) at which Meeting the Commission will consider the authorization of conduit revenue obligations (the “Obligations”) as identified below.

1. Name of Borrower: Summercrest Apartment Associates, LP, a Delaware limited partnership
2. Authority Meeting Date: July 19, 2018
3. Name of Obligations: CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY MULTIFAMILY HOUSING REVENUE NOTE (SUMMERCREST APARTMENTS) 2018 SERIES N
4. X Private Placement Lender or Bond Purchaser, ___ Underwriter or ___ Financial Advisor (mark one) engaged by the Borrower provided the Borrower with the required good faith estimates relating to the Obligations [as follows / attached as Schedule A]:
 - [(A)] The true interest cost of the Obligations, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for Obligations (to the nearest ten-thousandth of one percent): 4.54% (net of 7 bps per year servicing fee).
 - [(B)] The finance charge of the Obligations, which means the sum of all fees and charges paid to third parties: \$6,627,702.
 - [(C)] The amount of proceeds received by the public body for sale of the Obligations less the finance charge of the Obligations described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Obligations: \$57,459,480 (\$67,450,000 proceeds less B above and \$3,362,818 in reserves).
 - [(D)] The total payment amount, which means the sum total of all payments the Borrower will make to pay debt service on the Obligations plus the finance charge of the Obligations described in subparagraph (B) not paid with the proceeds of the Obligations (which total payment amount shall be

calculated to the final maturity of the Obligations):): \$66,701,013 (Annual DS on loan \$3,885,864, plus annual issuer fee of 5bps or \$33,725, plus fiscal agent fee of \$4,000 = \$3,923,589 x 17 year term = \$66,701,013).

5. The good faith estimates [provided above / attached as Schedule A] were X presented to the governing board of the Borrower, or presented to the official or officials or committee designated by the governing board of the Borrower to obligate the Borrower in connection with the Obligations or, in the absence of a governing board, presented to the official or officials of the Borrower having authority to obligate the Borrower in connection with the Obligations (mark one).

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Obligations issued and sold, the true interest cost thereof, the finance charges thereof, the amount of proceeds received therefrom and total payment amount with respect thereto may differ from such good faith estimates due to a variety of factors. The actual interest rates borne by the Obligations and the actual amortization of the Obligations will depend on market interest rates at the time of sale thereof. Market interest rates are affected by economic and other factors beyond the control of the Borrower.

The Authority is authorized to make this document available to the public at the Meeting of the Authority.

Dated: July 16, 2018



Agenda Item No. 5e

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PROJECT: San Juan Soccer Club

PURPOSE: Authorize the Issuance of commercial PACE Bonds to finance artificial turf and LED lighting

AMOUNT: Not to Exceed \$3,000,000

EXECUTIVE SUMMARY:

The San Juan Soccer Club (SJSC) is seeking PACE financing to reimburse itself for the cost of acquisition and installation of artificial turf and LED lighting on the Kilgore Road Soccer Field Complex located at 3151 Kilgore Road, Rancho Cordova, California.

PROJECT ANALYSIS:

About SJSC:

SJSC is a 501c3 nonprofit organization committed to the development of student athletes. SJSC focus on the improvement of players including giving individual attention and a concerted effort towards financial hardship cases. SJSC strives to draw and retain driven athletes without financial concerns.

About the Project:

CSCDA will provide financing for the acquisition and installation of artificial turf and LED lighting on the Kilgore Road Soccer Field Complex located at 3151 Kilgore Road, Rancho Cordova, California. The financing will be taxable and be funded through the Property Assessed Clean Energy (PACE) mechanism.

Public Agency Approval:

TEFRA approval is not required as the financing falls into the category of PACE and not tax-exempt private activity bonds. The City of Rancho Cordova approved CSCDA levying assessments under PACE on November 6, 2016.

Public Benefit:

The artificial turf will provide water conservation for the facilities, and the LED lighting will also provide energy savings/conservation as intended under the PACE statute.

Sources and Uses:

Sources of Funds:

Bonds:	\$ 2,512,270.97
Total Sources:	\$ 2,512,270.97

Uses of Funds:

Project Fund:	\$ 2,237,423.00
Capitalized Interest:	\$ 11,238.23
Reserve:	\$ 123,613.55
Costs of Issuance:	\$ 137,496.20
Administrative Fund:	\$ 500.00
Total Uses:	\$ 2,512,270.97

Finance Partners:

Bond Counsel:	Stradling, Yocca, Carlson & Rauth, P.C. Newport Beach
Authority Counsel:	Orrick, Herrington & Sutcliffe, LLP, Sacramento
Private Placement Purchaser:	Western Alliance Bank, Phoenix

Finance Terms:

Anticipated Rating:	Unrated
Term:	15 years at a fixed interest rate
Structure:	Private Placement
Estimated Closing:	July 24, 2018

CSCDA Policy Compliance:

The financing complies with CSCDA's general, issuance and PACE policies.

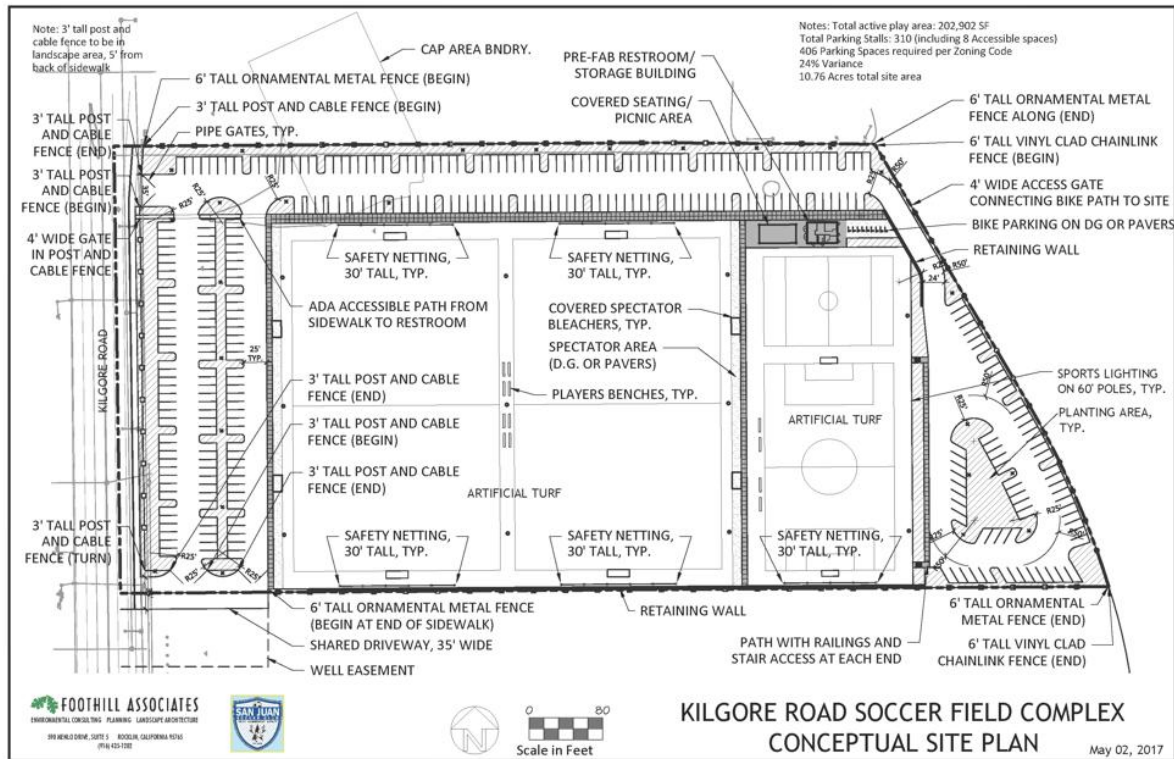
DOCUMENTS: (as attachments)

1. Site Plan/Light Installation/Turf (Attachment A)
2. CSCDA Resolution (Attachment B)

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

1. Approves the issuance of the Bonds and the financing of the Project;
2. Approves all necessary actions and documents in connection with the financing;
and
3. Authorizes any member of the Commission or Authorized Signatory to sign all
necessary documents.

ATTACHMENT A



ATTACHMENT B

RESOLUTION NO. _____

**RESOLUTION OF THE COMMISSION OF THE CALIFORNIA
STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY
AUTHORIZING THE ISSUANCE OF LIMITED OBLIGATION
IMPROVEMENT BONDS IN AN AGGREGATE PRINCIPAL
AMOUNT OF NOT TO EXCEED THREE MILLION DOLLARS
(\$3,000,000) AND APPROVING FORMS OF THE MASTER
INDENTURE, A SUPPLEMENT TO THE MASTER INDENTURE
AND AN ASSESSMENT CONTRACT, AND TAKING CERTAIN
OTHER ACTIONS IN CONNECTION THEREWITH**

WHEREAS, the California Statewide Communities Development Authority, a public entity of the State of California (“CSCDA”), is authorized under Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (the “Act”) and a joint exercise of powers agreement entered into by a number of California cities, counties and special districts in accordance with the Act, to authorize assessments to finance or refinance the installation of distributed generation renewable energy sources, energy efficiency improvements, water efficiency improvements, seismic strengthening improvements, electric vehicle charging infrastructure and such other work, infrastructure or improvements as may be authorized by law from time to time that are permanently fixed to real property (collectively, the “Improvements”), all in accordance with Chapter 29 of Part 3 of Division 7 of the Streets & Highways Code of the State of California, as amended (“Chapter 29”); and

WHEREAS, on November 6, 2014, pursuant to Resolution No. 14R-61 (the “Resolution of Intention”), the Commission declared its intention to establish the CSCDA Open PACE Program (the “Program”) in the Covered Jurisdictions (as defined in the Resolution of Intention and herein, the “Covered Jurisdictions”); and

WHEREAS, the Resolution of Intention directed the Executive Director or the designee thereof to prepare or cause to be prepared and to file with the Commission a report (the “Program Report”) addressing all of the matters set forth in Sections 5898.22 and 5898.23 of Chapter 29; and

WHEREAS, on December 4, 2014, pursuant to Resolution No. 14R-66 (the “Resolution Confirming Report”), the Commission confirmed the Program Report and established the Program in the Covered Jurisdictions, subject to the limitations set forth in the Resolution of Intention; and

WHEREAS, pursuant to Chapter 29 and the Resolution Confirming Report, CSCDA is authorized to enter into contractual assessments (the “Assessments”) to finance or refinance the installation of Improvements in the Covered Jurisdictions, subject to the limitations set forth in the Resolution of Intention; and

WHEREAS, pursuant to the Resolution of Intention, the Commission provided for the issuance of one or more series of limited obligation improvement bonds from time to time pursuant to the Improvement Bond Act of 1915, Division 10 of the Streets and Highways Code of the State of California (the “Bond Act”) for the purpose, among others, of financing or refinancing the installation of Improvements; and

WHEREAS, CSCDA now desires to approve the issuance of limited obligation improvement bonds, to be issued in one or more series, in an aggregate principal amount of not to exceed \$2,750,000 (the “Bonds”), secured by the Assessments pursuant to the Bond Act for the purpose, among others, of financing or refinancing the installation of Improvements, such Bonds to be sold to one or more lending institutions as selected by the Program Administrator (as such term is defined in the Assessment Contract referenced below); and

WHEREAS, in connection with the financing of the Improvements and the issuance of the Bonds, CSCDA desires to approve the forms of the Master Indenture, a Supplemental Indenture to Master Indenture and an Assessment Contract (collectively, the “Documents”); and

WHEREAS, CSCDA desires to approve the assignment of any Assessments to the Project Administrator in connection with any financing of the Improvements that occurs prior to the issuance of the Bonds; and

WHEREAS, the Assessments have previously been validated pursuant to Section 860 *et seq.* of the Government Code of the State of California in three separate validation actions;

NOW, THEREFORE, BE IT RESOLVED by the Commission of the California Statewide Communities Development Authority as follows:

Each of the above recitals is true and correct and is adopted by the Commission.

The issuance of the Bonds in an aggregate principal amount of not to exceed \$2,750,000 is hereby authorized. The Bonds may be issued in one or more series and will be privately placed with one or more lending institutions as selected by Western Alliance Bank, as Program Administrator (the “Program Administrator”). Such institutions may include the Program Administrator itself or affiliates thereof.

The forms of the Documents are hereby approved and any authorized signatory of CSCDA appointed by resolution of the Commission from time to time (collectively, the “Authorized Officers”), are hereby authorized to execute the Documents substantially in the form presented herewith, with such additions thereto and changes therein as the officer or officers executing the same deem necessary or desirable, including but not limited to insert the offering price(s), interest rate(s), selling compensation, principal amount per maturity, redemption dates and prices, reserve account deposits and such other related terms and provisions as such Authorized Officer or Authorized Officers shall deem appropriate.

CSCDA is hereby authorized to assign any Assessments prior to the issuance of the Bonds to the Program Administrator in connection with any financings secured by the Assessments in anticipation of Bonds being issued.

Each of the Authorized Officers is authorized to provide for all services necessary to effect the issuance, sale and delivery of the Bonds and the origination of the Assessments. Such services shall include, but not be limited to, obtaining legal services, trustee services, consultant services and any other services deemed appropriate by an Authorized Officer. Any one of the Authorized Officers is authorized to pay for the cost of such services, together with other costs of issuance incurred in connection with the issuance of the Bonds from the sale and delivery of Bond proceeds.

All actions heretofore taken by any Authorized Officers, or by any officers, employees or agents of CSCDA, with respect to: (1) the issuance, delivery or sale of the Bonds; (2) the Assessments; and (3) the Documents or any of the documents referenced therein, are hereby approved, confirmed and ratified. The Authorized Officers and the other officers responsible for the fiscal affairs CSCDA are hereby jointly and severally authorized and directed to do all things and take any and all actions and execute and deliver any and all documents as are necessary or desirable to accomplish the issuance, sale and delivery of the Bonds in multiple series in accordance with the provisions of this Resolution and as are necessary or appropriate for the fulfillment of the purposes of the Bonds and the Assessments. Any document authorized herein to be signed by the Secretary may be signed by a duly appointed Deputy Secretary.

This resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this July 19, 2018.

I, the undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of the Authority at a duly called meeting of the Commission of the Authority held in accordance with law on July 19, 2018.

By _____
Authorized Signatory
California Statewide Communities
Development Authority

Agenda Item No. 6

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE: Consider Resolutions for the Statewide Community Infrastructure Program (SCIP) 2018B Assessment Districts:

- a. Resolutions of intention to finance the payment of capital improvements and development impact fees, including approval of proposed boundary maps.
- b. Resolutions preliminarily approving the engineer's reports, setting the public hearing of protests and providing property owner ballots.

BACKGROUND AND SUMMARY:

The actions requested today by the Commission are the first steps in connection with eight projects expected to be included in the SCIP 2018B pool. Attachment A includes a breakdown of the eight projects including the related program participant.

The attached resolutions include the following actions:

1. Intent to finance the capital improvements and/or development impact fees, including approval of proposal boundary maps; Resolutions: (<https://orrick.box.com/v/July19Agenda>)
2. Preliminary approval of the engineer's reports
(see: <https://www.dropbox.com/sh/7cgopfzrtyz3y68/AAALryeApIcTpakbZoOhQPf7a?dl=0>);
3. Setting the public hearing of protests and providing property owner ballots for September 6, 2018 at 2:00 pm at the League of California Cities.

The approval of the financing will be brought back to the Commission at a subsequent meeting.

RECOMMENDED ACTION:

CSCDA's Executive Director recommends approval of the resolutions as presented to the Commission in the and setting the public hearing for September 6, 2018 at 2:00 pm at the League of California Cities.

ATTACHMENT A

Local Agency	Project Name	Developer	Land Use/Type	Units	Fees	Improv
Antioch, City of	Heidorn	Meritage Homes	Residential Single Family	117	-	2,520,621
Elk Grove, City of	Calvine Meadows	Meritage Homes of California, Inc	Residential Single-Family	56	1,429,032	-
Elk Grove, City of	Milestone	Taylor Morrison of California, LLC	Residential Single-Family	121	2,971,995	5,101,592
Sacramento, County of	Elverta Park (Phase III)	Silverado 225, LLC	Residential Single Family	93	2,343,063	-
Sacramento, County of	Verona	Woodside 05N, LP	Residential Single Family	103	2,482,438	1,689,056
Sacramento, City of	Parkebridge - Phase 1	JEN California 7, LLC	Residential Single-Family	237	5,348,814	-
San Juan Bautista, City of	Copperleaf	San Juan Edenbridge, LP	Residential Single-Family	45	870,219	-
Lathrop, City of	17100 Murphy Parkway	Pw Fund B Development, LLC	Industrial Warehouse	870,294 sq. ft.	2,613,802	-

Agenda Item No. 7

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE: Consider Resolutions for the Statewide Community Infrastructure Program (SCIP) for a standalone bond issue for the Pacific Highlands Ranch Project:

- a. Resolution of intention to finance the payment of capital improvements and development impact fees, including approval of proposed boundary maps.
- b. Resolution preliminarily approving the engineer's report, setting the public hearing of protests and providing property owner ballots.

BACKGROUND AND SUMMARY:

The actions requested today by the Commission are the first steps in connection with a standalone SCIP financing for the Pacific Highlands Ranch project located in the City of San Diego. The financing will fund transportation and park fees and improvements for the 421 single family unit development. The estimated financed amount is approximately \$19,000,000.

The resolutions include the following actions:

1. Intent to finance the capital improvements and/or development impact fees, including approval of proposal boundary map; (see: <https://orrick.box.com/v/July19Agenda>)
2. Preliminary approval of the engineer's report;
(see: <https://www.dropbox.com/sh/7cgopfzrtyz3y68/AAALryeApIcTpakbZoOhQPF7a?dl=0>)
3. Setting the public hearing of protests and providing property owner ballots for September 6, 2018 at 2:00 pm at the League of California Cities.

The approval of the financing will be brought back to the Commission at a subsequent meeting.

RECOMMENDED ACTION:

CSCDA's Executive Director recommends approval of the resolutions as presented to the Commission and setting the public hearing for September 6, 2018 at 2:00 pm at the League of California Cities.

Agenda Item No. 8

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE: Consider Resolutions for the Statewide Community Infrastructure Program (SCIP) 2018C Assessment Districts:

- a. Resolutions of intention to finance the payment of capital improvements and development impact fees, including approval of proposed boundary maps.
- b. Resolutions preliminarily approving the engineer's reports, setting the public hearing of protests and providing property owner ballots.

BACKGROUND AND SUMMARY:

The actions requested today by the Commission are the first steps in connection with the Ogden Ranch project in the SCIP 2018C pool to be issued at the end of 2018. Ogden Ranch is expected to be developed into 91 single family units and is located in the County of Sacramento. Ogden Ranch anticipates financing approximately \$4,530,563 in impact fees.

The resolutions include the following actions:

1. Intent to finance the capital improvements and/or development impact fees, including approval of proposal boundary maps: Resolutions (see: <https://orrick.box.com/v/July19Agenda>);
2. Preliminary approval of the engineer's reports
(see: <https://www.dropbox.com/sh/7cgopfzrtyz3y68/AAALryeApIcTpakbZoOhQPF7a?dl=0> ;
3. Setting the public hearing of protests and providing property owner ballots for September 6, 2018 at 2:00 pm at the League of California Cities.

The approval of the financing will be brought back to the Commission at a subsequent meeting.

RECOMMENDED ACTION:

CSCDA's Executive Director recommends approval of the resolutions as presented to the Commission and setting the public hearing for September 6, 2018 at 2:00 pm at the League of California Cities.

Agenda Item No. 9

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE:

1. Conduct proceedings with respect to SCIP Assessment Districts (hearing to be held at 2:00 p.m. or shortly thereafter).
2. Consideration of resolutions with respect to SCIP Assessment Districts and SCIP 2018A.

BACKGROUND AND SUMMARY:

On May 17, 2018 the Commission approved the resolutions of intention for certain SCIP assessment districts for Gala and Braeburn at Harvest in the City of Folsom and Veranda in the City of Rancho Cordova and set the public hearing for today for the formation of the assessment districts outlined below.

The Commission is being asked today to:

- (1) Conduct the public hearing for the assessment districts;
- (2) Approve the final engineer's reports (in Documents for Commissioner Review);
- (3) Ordering the financing of specified development impact fees and capital improvements; and
- (4) Confirming unpaid assessment amounts.

FORMATION OF DISTRICTS:

The actions of the Commission will form the following assessment districts:

- i. Gala and Braeburn at Harvest project, Assessment District No. 18-02 (City of Folsom, County of Sacramento, California)
- ii. Veranda project, Assessment District No. 18-02 (City of Rancho Cordova, County of Sacramento, California)

The assessment districts are being formed for the purpose of financing certain improvements and/or development impact fees as further described in the related engineer's reports for such projects. These projects are currently expected to be included in the SCIP 2018B pool. Depending on market conditions and development status of each of the projects, such assessment districts may instead be included in one or more pooled or standalone bond issuances for SCIP. The financing for these two projects will come back to this Commission at a later date.

RECOMMENDED ACTION:

CSCDA's Executive Director recommends that the Commission approve the following:

1. Open Consolidated Assessment Districts public hearing.
2. Close Assessment Districts public hearing.
3. Open Assessment Districts ballots and announce results.
4. Consideration of the following resolutions with respect to SCIP:
 - a. Resolution approving final engineer's reports, levying assessments, ordering the financing of specified development impact fees and capital improvements, and confirming amounts of unpaid assessments. (Resolutions: <https://orrick.box.com/v/July19Agenda>)



Agenda Item No. 10

Agenda Report

DATE: July 19, 2018

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PROJECT: Wagon Wheel (City of Oxnard) – Community Facilities District

PURPOSE: Consider the following resolutions to initiate proceedings to form Community Facilities District No. 2018-01 (Wagon Wheel):

- a. Resolution approving joint community facilities agreement and declaring intention to establish Community Facilities District No. 2018-01 (Wagon Wheel) and to levy a special tax to finance the acquisition and construction of certain public improvements and to finance certain development impact fees.
- b. Resolution to incur bonded indebtedness to finance certain development impact fees and the acquisition and construction of certain public facilities for Community Facilities District No. 2018-01 (Wagon Wheel) and calling for a public hearing.

EXECUTIVE SUMMARY:

The action requested is the initial step in the formation of the Wagon Wheel Community Facilities District (CFD) located in Oxnard, California (the “City”). The CFD is being formed to finance public facilities and fees and certain City ongoing operational costs of the City (“O&M Costs”) such as landscape/park/parkway maintenance, storm water quality device maintenance, flood protection improvements maintenance, among other costs. The City approved the formation of the CFD by CSCDA on December 6, 2016.

BACKGROUND:

On January 27, 2009, the City approved a development agreement (“Development Agreement”) with Oxnard Village Investments LLC for the development of the former Wagon Wheel property. The Wagon Wheel development, which is currently underway, is a 58-acre property located along Highway 101 and Oxnard Blvd. The project consists of approximately 1,380 dwellings, composed of condominiums and apartment units.

The successor developer to Oxnard Village Investments LLC, Oxnard CRFL Partners, LLC (the “Developer”) has requested formation of a Community Facilities District (“CFD”) to finance public

facilities and fees and certain City ongoing operational costs of the City (“O&M Costs”) such as landscape/park/parkway maintenance, storm water quality device maintenance, flood protection improvements maintenance, among other costs. The Development Agreement provides for the formation of a Community Facilities Districts (“CFD”) for both the O&M costs and also financing of developer impact fees and public infrastructure.

The financing will not exceed \$33,000,000 and will be brought back to the Commission for completion of the formation of the CFD and for final approval of bond issuance.

COMMISSION ACTION RECOMMENDED BY THE EXECUTIVE DIRECTOR:

CSCDA’s Executive Director recommends approving the following resolutions:

1. Resolution approving joint community facilities agreement and declaring intention to establish Community Facilities District No. 2018-01 (Wagon Wheel) and to levy a special tax to finance the acquisition and construction of certain public facilities and to finance certain development impact fees. (Resolution: <https://orrick.box.com/v/July19Agenda>)
2. Resolution to incur bonded indebtedness to finance certain development impact fees and the acquisition and construction of certain public facilities for Community Facilities District No. 2018-01 (Wagon Wheel) and calling for a public hearing on September 6, 2018 at the League of California Cities. (Resolution: <https://orrick.box.com/v/July19Agenda>)



Agenda Item No. 11

Agenda Report

DATE: July 19, 2018
TO: CSCDA COMMISSIONERS
FROM: Cathy Bando, Executive Director
SUBJECT: CSCDA Billing and Collections Policy

BACKGROUND:

CSCDA charges various fees for services and collects deposits from borrowers for financing projects. Bond administration fees are paid to CSCDA for the duration of the repayment of most bonds issued by CSCDA. To the extent bonds are fully repaid, borrowers are required to inform CSCDA and, depending on the transaction documents, the requirement to pay bond administration fees ends.

Borrowers do not always inform CSCDA when bonds have been repaid. When bonds have been repaid, and CSCDA is unaware of the bond repayment, CSCDA continues to bill the borrower for bond administration fees and often the borrower continues to pay the fees to CSCDA. Certain situations have occurred recently where borrowers have requested refunds for bond administration fees paid which date back several years resulting in the substantial over payment of fees.

BILLING AND COLLECTIONS POLICY:

The Executive Director and staff have developed a Billing, Collections and Refund Policy that describes the types of fees and deposits CSCDA administers and establishes protocols for refunds. The policy establishes a refund limitation of two years for situations when bond administration fees have been overpaid by a borrower that has failed to inform CSCDA that its bonds have been repaid.

EXECUTIVE DIRECTOR RECOMMENDATION:

The Executive Director recommends that the Commission approve the Billing, Collections and Refund Policy (Attachment A) and that the Commission direct staff to post the policy to CSCDA's website.

ATTACHMENT A



BILLING, COLLECTIONS AND REFUND POLICY

I. Introduction

The California Statewide Communities Development Authority (CSCDA) charges fees in connection with the bond issuance and bond administration services it provides to Borrowers. CSCDA also collects issuance fee deposits for bond issuance applications. In addition, CSCDA collects performance deposits that are held in trust for the California Debt Limit Allocation Committee (CDLAC) in connection with multi-family housing bond allocation applications.

The fees CSCDA charges are:

- **Bond Issuance Fees** – Bond Issuance Fees are charged at the time of issuance.
- **Bond Administration Fees** – Bond Administration Fees are assessed on bonds throughout the life of the outstanding bonds, pursuant to the terms of the transaction's bond documents.

A schedule of bond issuance and administration fees is available at <http://cscda.org/Public-Agency-Programs/Documents/Fee-Schedule-11-16-17.aspx>.

CSCDA's Policies relating to billing, collections, deposits and refunds are set forth below.

II. Billing

Bond Issuance Fees are required to be paid at the time bonds are closed. Bond Administration Fees are the responsibility of each Borrower and are due as set forth in the bond documents between the Borrower and CSCDA. As a courtesy, CSCDA has established a billing system and will send invoices to Borrowers approximately one month prior to the date bond administration fees are due. It is the responsibility of the Borrower to inform CSCDA of calculation questions on invoices.

III. Collections

Bond Administration Fees are due on the date established in the bond documents between the Borrower and CSCDA.

IV. Deposits

Pursuant to CSCDA's fee schedule, a nonrefundable issuance fee deposit is collected for certain categories of bond transactions. Issuance fee deposits are credited towards issuance fees paid at the time of closing. Performance deposits are collected by CSCDA and held in trust for CDLAC pursuant to CDLAC's regulations set forth for multi-family housing bond allocation applications. Interest is not accrued on any issuance fee deposits or CDLAC performance deposits.

V. Refunds

Issuance fee deposits are nonrefundable and are retained by CSCDA for abandoned transactions. CDLAC performance deposits will be returned to Borrowers after closing upon authorization from CDLAC.

Borrowers are required to inform CSCDA when bonds have been fully or partially repaid. To the extent Borrowers overpay Bond Administration Fees to CSCDA on retired bond issues, CSCDA will reimburse such verified overpayments for a period of not-to-exceed two years of over payment.

VI. Billing Inquiries

Questions regarding CSCDA invoices, payments and eligible refunds should be addressed to:

Quinlan Hunter
ghunter@cacities.org
League of California Cities
916-658-8200



Agenda Item No. 12

Agenda Report

DATE: July 19, 2018
TO: CSCDA COMMISSIONERS
FROM: Cathy Bando, Executive Director
SUBJECT: Local Governance Summer Institute at Stanford Sponsorship

BACKGROUND:

On June 22, 2018, CSCDA received a sponsorship request from the Local Governance Summer Institute (LGSI) to provide scholarships for its 2018 Summer Institute. The LGSI was previously the City Managers Institute, sponsored by the League of California Cities. Participation in the 2018 LGSI include Stanford University, California Forward, the Bay Area Council Economic Institute, Microsoft, and Cisco, to name a few. James Hamill will represent CSCDA as a participant on a panel discussion in the 2018 LGSI. The LGSI is supported by the League's City Managers Department, the California Association of County Executives (CASE), Cal-ICMA, and the California City Management Foundation.

2018 Program:

The 2018 Summer program consists of five full days of presentations, begins with an opening reception on Sunday, July 22, 2018 and concludes on Friday, July 27, 2018. Tuition is \$6,000 per person. More information about the 2018 program is available at <https://west.stanford.edu/events/california-local-governance-summer-institute-stanford>.

RECOMMENDATION:

Commissioners O'Rourke and Moura recommend that CSCDA provide \$24,000 in support for the 2018 LGSI Senior Executives Scholarship fund, which will enable four local government executives to attend the 2018 program who would otherwise not be able to participate. The LGSI request is provided as Attachment A.

ATTACHMENT A

STANFORD UNIVERSITY

BLAS L. PEREZ HENRIQUEZ
FOUNDING DIRECTOR
CALIFORNIA - GLOBAL ENERGY, WATER &
INFRASTRUCTURE INNOVATION INITIATIVE

BLPH@@STANFORD.EDU
(650) 721-3316

June 22, 2018

Mr. Dan Harrison, Chair
The California Statewide Communities Development Authority (CSCDA)
1700 North Broadway, Suite 405
Walnut Creek, CA 94596

Dear Dan:

As you know, the Local Governance Summer Institute at Stanford (LGSi@Stanford) has become the premier residential professional development program for senior managers in local government throughout California. And I am sure you remember the modest beginnings years ago, with the City Managers Institute, sponsored by the League. The effort has evolved into a nationally recognized program.

Our success is a result of the blend of Stanford academics, Silicon Valley high-tech firms and entrepreneurs, state and local government senior executives, and representatives of regional think tanks including California Forward and the Bay Area Council Economic Institute. Microsoft is one of the newer high-tech participants. Cisco has become a strong supporter of the program as well, hosting our program for one day at their corporate headquarters. Among the highlights of this year's program will be talks by Sally Benson, Co-Director of the Precourt Institute for Energy at Stanford on energy transitions, Bruce Cain, Director of Stanford's Bill Lane Center for the American West on elections, and Tony Seba from RethinkX and lecturer at Stanford on the future of transportation, among a long list of distinguished academics, policy experts and practitioners.

LGSi highlights the impacts of the innovations emerging from the unique ecosystem of the Silicon Valley in communities across the state and around the world. In particular, participants will explore cutting edge technological transformations and innovative policy solutions for the urban and transport challenges of today's urban California. Presentations will address mobility, energy transition, water management, and governance, as well as other sustainability and security issues. The focus is on a vision of transitioning towards the smarter communities that a clean and prosperous economy demands. This will be accomplished without losing perspective on everyday challenges to local executives such as public finance, ethics and community engagement. You can access more details at <https://west.stanford.edu/events/california-local-governance-summer-institute-stanford>

The program would not be possible without the support of the program sponsors, led by the League's City Managers Department and the California Association of County Executives (CACE). In addition, Cal-ICMA, the California City Management Foundation (CCMF), MMANC and MMASC also serve as program sponsors. But those sponsors are not in a position to offer financial support and we all understand that programs of this quality are expensive. And we all understand that it has become politically infeasible for most California community leaders to justify executive development for themselves. And that is the purpose of this letter.

I am asking CSCDA to become a co-sponsor of the Local Governance Summer Institute. I am asking your organization and membership to become our partner and financial supporter in this local leadership development effort. We are hoping that with your funding we could offer this invaluable professional and personal development experience to senior leaders who otherwise would be unable to participate. I respectfully request the amount of \$24,000 to sponsor the tuition for four senior local government executives from California into our program. As a supporter, CSCDA would be prominently mentioned in all publications and on posters displayed at the venues where events will take place. In addition, all communication with the six program sponsors, including communications sent to every individual member of each of those associations, would give prominent mention of your support.

I have reviewed CSCDA's Sponsorship Approval Guidelines and do not see a barrier to our cooperation. It is our policy to conduct a performance review at the conclusion of each year's program and we would be pleased to share our findings with you. Lastly, I must apologize for the lateness of this request, but your timely decision on this matter could benefit this year's seminar, which will be held on the Stanford campus on July 22-27.

I look forward to discussing this opportunity for partnership and support of local government leadership development in California with you soon.

Sincerely,



Blas L. Pérez Henríquez

CC: Catherine Bando, Executive Director

JERRY YANG & AKIKO YAMAZAKI ENVIRONMENT & ENERGY BUILDING
473 VIA ORTEGA, ROOM 177
STANFORD, CALIFORNIA 94305-6044



SPECIAL MEETING AGENDA

July 19, 2018

2:15 p.m. or upon adjournment of the regularly scheduled CSCDA meeting

**California State Association of Counties
1100 K Street, 1st Floor, Sacramento, CA 95814**

Telephonic Locations:

County of Solano
675 Texas Street, Fairfield, CA 94533

City of Sausalito
420 Litho Street, Sausalito, CA 94965

County of Yuba
915 8th Street, Marysville, CA 95901

A. OPENING AND PROCEDURAL ITEMS

1. Roll Call.

_____ Dan Harrison, Chair	_____ Jordan Kaufman, Member
_____ Larry Combs, Vice Chair	_____ Dan Mierzwa, Member
_____ Kevin O'Rourke, Treasurer	_____ Brian Moura, Member
_____ Tim Snellings, Secretary	_____ Michael Cooper, Alt. Member
2. Consent Calendar.
3. Public Comment.
4. Adjourn.

NEXT MEETING: Thursday, August 2, 2018 at 2:00 p.m.
League of California Cities
1400 K Street, 3rd Floor, Sacramento, CA 95814

This ___ page agenda was posted at 1100 K Street, Sacramento, California on _____, 2018 at ___: ___ m, Signed _____. Please email signed page to info@cscda.org

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

CONSENT CALENDAR

1. Inducement of UHC 0558 Oxnard, L.P. (Las Cortes Apartments), City of Oxnard, County of Ventura, up to \$5,000,000 in multi-family housing revenue bonds.

July 19, 2018

RESOLUTION NO. 18H-__

**A RESOLUTION OF THE CALIFORNIA STATEWIDE
COMMUNITIES DEVELOPMENT AUTHORITY SETTING
FORTH THE AUTHORITY'S OFFICIAL INTENT TO ISSUE
MULTIFAMILY HOUSING REVENUE BONDS TO UNDERTAKE
THE FINANCING OF VARIOUS MULTIFAMILY RENTAL
HOUSING PROJECTS AND RELATED ACTIONS**

WHEREAS, the Authority is authorized and empowered by the Title 1, Division 7, Chapter 5 of the California Government Code to issue mortgage revenue bonds pursuant to Part 5 (commencing with Section 52000) of the California Health and Safety Code (the "Act"), for the purpose of financing multifamily rental housing projects; and

WHEREAS, the borrowers identified in Exhibit A hereto and/or related entities (collectively, the "Borrowers") have requested that the Authority issue and sell multifamily housing revenue bonds (the "Bonds") pursuant to the Act for the purpose of financing the acquisition and rehabilitation or construction as set forth in Exhibit A, of certain multifamily rental housing developments identified in Exhibit A hereto (collectively, the "Projects"); and

WHEREAS, the Authority, in the course of assisting the Borrowers in financing the Projects, expects that the Borrowers have paid or may pay certain expenditures (the "Reimbursement Expenditures") in connection with the Projects within 60 days prior to the adoption of this Resolution and prior to the issuance of the Bonds for the purpose of financing costs associated with the Projects on a long-term basis; and

WHEREAS, Section 1.103-8(a)(5) and Section 1.150-2 of the Treasury Regulations require the Authority to declare its reasonable official intent to reimburse prior expenditures for the Projects with proceeds of a subsequent tax-exempt borrowing; and

WHEREAS, the Authority wishes to declare its intention to authorize the issuance of Bonds for the purpose of financing costs of the Projects (including reimbursement of the Reimbursement Expenditures, when so requested by the Borrower upon such terms and condition as may then be agreed upon by the Authority, the Borrower and the purchaser of the Bonds) in an aggregate principal amount not to exceed the amount with respect to each Project set forth in Exhibit A; and

WHEREAS, Section 146 of the Internal Revenue Code of 1986 limits the amount of multifamily housing mortgage revenue bonds that may be issued on behalf of for-profit borrowers in any calendar year by entities within a state and authorizes the governor or the legislature of a state to provide the method of allocation within the state; and

WHEREAS, Chapter 11.8 of Division 1 of Title 2 of the California Government Code governs the allocation of the state ceiling among governmental units in the State of California having the authority to issue private activity bonds; and

WHEREAS, Section 8869.85 of the California Government Code requires a local agency desiring an allocation of the state ceiling to file an application with the California Debt Limit Allocation Committee (the "Committee") for such allocation, and the Committee has certain policies that are to be satisfied in connection with any such application;

NOW, THEREFORE, BE IT RESOLVED by the Commission of the Authority as follows:

Section 1. The above recitals, and each of them, are true and correct.

Section 2. The Authority hereby determines that it is necessary and desirable to provide financing for the Projects (including reimbursement of the Reimbursement Expenditures) by the issuance and sale of Bonds pursuant to the Act, as shall be authorized by resolution of the Authority at a meeting to be held for such purpose, in aggregate principal amounts not to exceed the amounts set forth in Exhibit A. This action is taken expressly for the purpose of inducing the Borrowers to undertake the Projects, and nothing contained herein shall be construed to signify that the Projects comply with the planning, zoning, subdivision and building laws and ordinances applicable thereto or to suggest that the Authority or any program participant, officer or agent of the Authority will grant any such approval, consent or permit that may be required in connection with the acquisition and construction or rehabilitation of the Projects, or that the Authority will make any expenditures, incur any indebtedness, or proceed with the financing of the Project.

Section 3. This resolution is being adopted by the Authority for purposes of establishing compliance with the requirements of Section 1.103-8(a)(5) and Section 1.150-2 of the Treasury Regulations. In such regard, the Authority hereby declares its official intent to use proceeds of indebtedness to reimburse the Reimbursement Expenditures.

Section 4. The officers and/or the program managers of the Authority are hereby authorized and directed to apply to the Committee for an allocation from the state ceiling of private activity bonds to be issued by the Authority for each of the Projects in an amount not to exceed the amounts set forth in Exhibit A, and to take any and all other actions as may be necessary or appropriate in connection with such application, including but not limited to the payment of fees, the posting of deposits and the provision of certificates, and any such actions heretofore taken by such officers and program managers are hereby ratified, approved and confirmed.

PASSED AND ADOPTED by the California Statewide Communities Development Authority this July 19, 2018.

The undersigned, an Authorized Signatory of the California Statewide Communities Development Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Commission of said Authority at a duly called meeting of the Commission of said Authority held in accordance with law on July 19, 2018.

By: _____
Authorized Signatory

EXHIBIT A

Project Name	Project Location	Project Description (units)	New Construction/ Acquisition and Rehabilitation	Legal Name of initial owner/operator	Bond Amount
Las Cortes Apartments	City of Oxnard, County of Ventura	144	New Construction	UHC 0558 Oxnard, L.P.	\$5,000,000