



REGULAR MEETING AGENDA

August 8, 2019 at 2:00 p.m.

**League of California Cities
1400 K Street, 3rd Floor, Sacramento, CA 95814**

Telephonic Locations:

County of Solano
675 Texas Street, Fairfield, CA 94533

City of Sausalito
420 Litho Street, Sausalito, CA 94965

77 De Silva Island Drive
Mill Valley, CA 94941

709 Portwalk Place
Redwood City, CA 94061

County of Kern
1115 Truxtun Avenue, Bakersfield, CA 93301

247 Electric Street
Auburn, CA 95603

City of Lafayette
3675 Mt. Diablo Blvd., Suite 210
Lafayette, CA 94549

A. OPENING AND PROCEDURAL ITEMS

1. Roll Call.

<input type="checkbox"/> Larry Combs, Chair	<input type="checkbox"/> Jordan Kaufman, Member
<input type="checkbox"/> Kevin O'Rourke, Vice Chair	<input type="checkbox"/> Marcia Raines, Member
<input type="checkbox"/> Tim Snellings, Secretary	<input type="checkbox"/> Michael Cooper, Alt. Member
<input type="checkbox"/> Brian Moura, Treasurer	<input type="checkbox"/> Niroop Srivatsa, Alt. Member
<input type="checkbox"/> Dan Mierzwa, Member	
2. Consideration of the Minutes of the July 25, 2019 Regular Meeting.
3. Consent Calendar.
4. Public Comment.

B. ITEMS FOR CONSIDERATION

5. Statewide Community Infrastructure Program (SCIP) 2019B:
 - a. Conduct proceedings with respect to the Statewide Community Infrastructure Program (“SCIP”) for multiple Assessment Districts:
 - i. Open consolidated assessment districts public hearing.
 - ii. Continue assessment district public hearing solely with respect to Assessment District No. 19-02 (City of Santee, County of San Diego) to September 5, 2019.
 - iii. Close consolidated assessment districts public hearing except for Assessment District No. 19-02 (City of Santee, County of San Diego).
 - iv. Open assessment ballots and announce results.
 - b. Consideration of the following resolutions with respect to SCIP:
 - i. Resolution approving final engineer’s reports, levying assessments, ordering the financing of specified development impact fees and capital improvements, confirming the amount of unpaid assessments and directing related actions.
 - ii. Resolution providing for the issuance of SCIP limited obligation improvement bonds each in one or more series and approving the form and substance of a trust agreement and authorizing related actions.
 - iii. Resolution authorizing the issuance, sale and delivery of not to exceed \$39,597,168.12 of SCIP Revenue Bonds, Series 2019B and approving the forms of a trust agreement, a bond purchase agreement, a continuing disclosure certificate, an official statement, and authorizing certain other actions in connection therewith.
6. Consideration of California Responsible Investment for a Stronger Economy (RISE) services agreement and related program documents.

C. STAFF ANNOUNCEMENTS, REPORTS ON ACTIVITIES OR REQUESTS

7. Executive Director Update.
8. Staff Updates.
9. Adjourn.

NEXT MEETING: Thursday, August 22, 2019 at 2:00 p.m.
California State Association of Counties
1100 K Street, 1st Floor, Sacramento, CA 95814

CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

CONSENT CALENDAR

1. Consideration of Rahill Capital Open PACE legal documents.
2. Consideration of Legal Services Agreement with Jones Hall, PLC for services related to commercial PACE financings for LordCap PACE LLC.
3. Consideration of LordCap PACE LLC Open PACE legal documents.

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MINUTES

REGULAR MEETING OF THE CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY

July 25, 2019 at 2:00 p.m.

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

Commission Chair Larry Combs called the meeting to order at 2:01 pm.

1. Roll Call.

Commission members participating via teleconference: Larry Combs, Brian Moura, Dan Mierzwa, Marcia Raines, Michael Cooper and Niroop Srivatsa.

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

Others participating via teleconference: Cathy Bando, CSCDA Executive Director; Patricia Eichar, Orrick, Herrington & Sutcliffe; Elena Pacheco, Richards Watson & Gershon; and Besorah Won, Orrick, Herrington & Sutcliffe.

2. Consideration of the Minutes of July 11, 2019 Regular Meeting.

The Commission approved the July 11, 2019 Regular Meeting minutes.

Motion to approve by B. Moura. Second by M. Raines. Unanimously approved by roll-call vote. M. Cooper and N. Srivatsa abstained from voting.

3. Consideration of the Consent Calendar.

The Commission approved the Consent Calendar.

1. Inducement of Fairfield Residential Holdings, LLC (Park Villas Apartments), City of National City, County of San Diego; issue up to \$72 million in multi-family housing revenue bonds.

2. Inducement of Fairfield Residential Holdings, LLC (Park Crest Apartments), City of San Diego, County of San Diego; issue up to \$38 million in multi-family housing revenue bonds.

3. Inducement of LIH Arbor Square LP (Arbor Square Apartments), City of Lompoc, County of Santa Barbara; issue up to \$38 million in multi-family housing revenue bonds.
4. Consideration of Program Handbook for Rahill Capital under Open PACE.
5. Consideration of Legal Services Agreement with Jones Hall, PLC for services related to commercial PACE financings for Rahill Capital.
6. Consideration of Energy Efficient Equity, Inc. Open PACE legal documents and updated contract.
7. Consider and approve the levy of special taxes for fiscal year 2019-2020 for:
 - (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. 2016-02 (Delta Coves) Improvement Area Nos. 1 & 2;
 - (iv) Community Facilities District No. 2015-01 (University District) Improvement Area Nos. 1 & 2; and
 - (v) Community Facilities District No. 2016-01 (Napa Pipe).

Motion to approve by M. Raines. Second by D. Mierzwa. Unanimously approved by roll-call vote.

4. Public Comment.

There was no public comment.

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. John Muir Health, Cities of Walnut Creek and Concord, County of Contra Costa; issue up to \$55,000,000 in nonprofit revenue bonds.

Executive Director Bando gave an overview of the project, and the financing complies with CSCDA's general and issuance policies. John Muir Health has requested that CSCDA issue nonprofit revenue bonds to refinance the acquisition, construction, improvement, renovation and equipping of healthcare facilities. This will be the 10th CSCDA financing for John Muir. Executive Director Bando recommended that the Commission adopt the resolution.

Motion to approve by D. Mierzwa. Second by M. Cooper. Unanimously approved by roll-call vote.

- b. La Clínica De La Raza, Inc., City of Oakland, County of Alameda; issue up to \$4,200,000 in nonprofit revenue bonds.

Executive Director Bando gave an overview of the project, and the financing complies with CSCDA's general and issuance policies. La Clínica De La Raza has requested that CSCDA issue nonprofit revenue refunding bonds to refinance a line of credit, which refinanced prior bonds issued for the construction, improvement, renovation, and equipping of health facilities. This will be the first CSCDA financing for La Clínica. CSCDA's Executive Director recommended that the Commission adopt the resolution.

Motion to approve by D. Mierzwa. Second by N. Srivatsa. Unanimously approved by roll-call vote.

- c. Cameron Park Community Partners, LP (Cameron Park Apartments), City of West Covina, County of Los Angeles; issue up to \$60,000,000 in multi-family housing revenue bonds.

Executive Director Bando gave an overview of the project, and the financing complies with CSCDA's general and issuance policies. The project is the acquisition and rehabilitation of a 158-unit rental affordable housing project. 100% of the units will remain rent restricted for low-income tenants. This is WNC's 23rd financing with CSCDA. CSCDA's Executive Director recommended that the Commission adopt the resolution.

Motion to approve by B. Moura. Second by D. Mierzwa. Unanimously approved by roll-call vote.

- d. Merced Gateway Investors II, LP (Gateway Terrace II Apartments), City of Merced, County of Merced; issue up to \$12,000,000 in multi-family housing revenue bonds.

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 50-unit rental affordable housing project located in the City of Merced. 100% of the units will be rent restricted for low-income tenants. The Coalition has participated as the owner or nonprofit partner in 14 prior CSCDA financings. CSCDA's Executive Director recommended that the Commission adopt the resolution.

Motion to approve by B. Moura. Second by M. Raines. Unanimously approved by roll-call vote.

- 6. Consideration of a resolution approving and ratifying the addition of Alameda-Contra Costa Transit district as a program participant to CSCDA and authorizing the issuance of one or more promissory notes in a principal amount not to exceed \$35,000,000 to finance the acquisition, construction, maintenance and operation of a bus rapid transit project for Alameda-Contra Costa Transit District.

Motion to approve by B. Moura. Second by M. Raines. Unanimously approved by roll-call vote.

7. Consider the following resolutions to initiate proceedings to form Community Facilities District No. 2019-02 (Sand Creek), City of Antioch, County of Contra Costa, State of California (“Sand Creek CFD”):
 - a. Resolution approving joint community facilities agreement and declaring intention to establish the Sand Creek CFD, to designate improvement area no. 1 therein and to levy a special tax to finance certain public improvements, and to identify territory proposed for annexation to the Sand Creek CFD in the future and to levy special taxes therein.

Motion to approve by B. Moura. Second by N. Srivatsa. Unanimously approved by roll-call vote.

- b. Resolution to incur bonded indebtedness to finance certain public improvements, to mitigate the impacts of development within the Sand Creek CFD and in and for improvement area no. 1 designated therein and territory proposed for annexation to the Sand Creek CFD in the future and calling for a public hearing.

Motion to approve by B. Moura with \$15,000 amount. Second by D. Mierzwa. Unanimously approved by roll-call vote.

8. Consider the following resolution relating to Community Facilities District No. 2018-02, Improvement Area No. 1 (McSweeny):
 - a. Resolution approving the issuance of the California Statewide Communities Development Authority Community Facilities District No. 2018-02, Improvement Area No. 1 (McSweeny) Special Tax Bonds, Series 2019; authorizing the execution and delivery of an indenture providing for the issuance of such bonds; approving a bond purchase contract providing for the sale of such bonds; approving an official statement; approving a continuing disclosure certificate; authorizing the sale of such bonds; and authorizing related actions and the execution of related documents in connection with the issuance, sale and delivery of such bonds.

Motion to approve D. Mierzwa. Second by M. Cooper. Unanimously approved by roll-call vote.

9. Consideration of Agreement for Services with LordCap PACE LLC for commercial PACE under Open PACE.

Executive Director Bando informed the Commission that CSCDA staff received a proposal from LordCap PACE LLC for commercial PACE only under the CSCDA Open PACE program. CSCDA General Counsel, the Executive Director and Commissioners Snellings and Moura have reviewed the proposal. CSCDA’s Executive Director recommended the approval of LordCap. PACE LLC as a new commercial program administrator and the attached agreement for services under Open PACE.

Motion to approve B. Moura. Second by N. Srivatsa. Unanimously approved by roll-call vote.

10. Executive Director Update.

Executive Director Bando announced that CSCDA has secured its booth for the League of California Cities' Expo in October.

11. Staff Update.

Staff had no update.

12. Adjourn.

The meeting was adjourned at 2:33 p.m.

Submitted by: Sendy Young, CSAC Finance Corporation

NEXT MEETING: Thursday, August 8, 2019 at 2:00 p.m.
League of California Cities
1400 K Street, 3rd Floor, Sacramento, CA 95814



Agenda Item No. 3

Agenda Report

DATE: August 8, 2019
TO: CSCDA COMMISSIONERS
FROM: Cathy Bando, Executive Director
PURPOSE: Consent Calendar

SUMMARY:

1. Consideration of Rahill Capital Open PACE legal documents.

The Commission approved Rahill Capital as an Open PACE provider at CSCDA's July 11, 2019 meeting. Jones Hall drafted the attached documents to be used for Open PACE financings. The documents meet all of CSCDA's general and PACE policies.

Rahill Capital Documents:

https://www.dropbox.com/sh/dtmor5krx61e47b/AADxBrG85BjCIn0z_xuTfUN9a?dl=0

2. Consideration of Legal Services Agreement with Jones Hall, PLC for services related to commercial PACE financings for LordCap PACE LLC.

The Commission approved LordCap PACE LLC as an Open PACE provider at CSCDA's July 25, 2019 meeting. LordCap has engaged Jones Hall as its counsel for the Open PACE program. CSCDA is not responsible for the legal fees but is a party to the agreement. CSCDA's General Counsel has reviewed the document.

3. Consideration of LordCap PACE LLC Open PACE legal documents.

The Commission approved LordCap PACE LLC as an Open PACE provider at CSCDA's July 25, 2019 meeting. Jones Hall drafted the attached documents to be used for Open PACE financings. The documents meet all of CSCDA's general and PACE policies.

LordCap PACE LLC Documents:

<https://www.dropbox.com/sh/70wkirpeknp5td2/AACXGwMmiL-qX5NkrqGX4jUVa?dl=0>



Agenda Item No. 5

Agenda Report

DATE: August 8, 2019

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE:

1. Conduct proceedings with respect to SCIP 2019B (hearing to be held at 2:00 p.m. or shortly thereafter)
2. Consideration of resolutions with respect to SCIP 2019B

BACKGROUND AND SUMMARY:

On June 20, 2019 the Commission approved the resolutions of intention for certain SCIP assessment districts and set the public hearing for today for the formation of the assessment districts outlined below.

The Commission is being asked today to:

- a. Conduct proceedings with respect to the Statewide Community Infrastructure Program for multiple Assessment Districts:
 - i. Open consolidated assessment districts public hearing.
 - ii. Continue assessment district public hearing solely with respect to Assessment District No. 19-02 (City of Santee, County of San Diego) to September 5, 2019.
 - iii. Close consolidated assessment districts public hearing except for Assessment District No. 19-02 (City of Santee, County of San Diego).
 - iv. Open assessment ballots and announce results.
- b. Consider of the following resolutions with respect to SCIP:
 - i. Resolution approving final engineer's reports, levying assessments, ordering the financing of specified development impact fees and capital improvements, confirming the amount of unpaid assessments and directing related actions.

- ii. Resolution providing for the issuance of SCIP limited obligation improvement bonds each in one or more series and approving the form and substance of a trust agreement and authorizing related actions.
- iii. Resolution authorizing the issuance, sale and delivery of not to exceed \$39,597,168.12 of SCIP Revenue Bonds, Series 2019B and approving the forms of a trust agreement, a bond purchase agreement, a continuing disclosure certificate, an official statement, and authorizing certain other actions in connection therewith.

FORMATION OF DISTRICTS:

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. Depending on market conditions and development status of each of the projects, such assessment districts will be included in one or more pooled or standalone bond issuances for SCIP.

Continuance of Proceedings:

A resolution of intention was adopted on June 20, 2019 for Assessment District No. 19-02 (City of Santee, County of San Diego), with a public hearing originally scheduled for today, August 8, 2019 and will be continued to September 5, 2019.

THE FINANCING:

The Series 2019B pooled SCIP revenue bonds will be issued to acquire certain limited obligation bonds issued for certain assessment districts, as described in the table below. The total anticipated financing for SCIP 2019B is expected to not exceed \$39,597,168.12 for the following projects:

County	Local Agency	Project	Developer	Land Use	Land Use Type	Units	Estimated Par Amounts
Contra Costa	Oakley, City of	Shiloh	KB Home North Bay	Residential	Single-Family	69	1,863,000
El Dorado	El Dorado, County of	Saratoga Estates	Elliot Homes, Inc.	Residential	Single-Family	115	5,058,000
Placer	Rocklin, City of	Villages at Civic Center	Riverland Homes, Inc.	Residential	Single-Family	65	1,070,000
Riverside	Indian Wells, City of	The Huntley	IW 18, LLC	Residential	Single-Family	18	448,000
Sacramento	Sacramento, City of	The Cove (Phase I)	Beazer Homes Holdings, LLC	Residential	Single-Family	100	2,211,000
Sacramento	Sacramento, City of	The Cove (Phase II)	Beazer Homes Holdings, LLC	Residential	Single-Family	234	5,076,000
Sacramento	Sacramento, City of	Church Street Station	Riverland Homes, Inc.	Residential	Single-Family	47	500,000
Sacramento	Sacramento, City of	Parkebridge (Phases II & III)	JEN California 7, LLC	Residential	Single-Family	273	6,407,000
Sacramento	Sacramento, City of	Sutter Park	Tim Lewis Communities	Residential	Single-Family	88	2,089,000
Sacramento	Elk Grove, City of	Fieldstone North (Villages 1 & 5)	Lennar Corporation	Residential	Single-Family	125	4,552,000
Sacramento	Rancho Cordova, City of	Douglas 98 (Phase II)	Woodside Homes	Residential	Single-Family	149	2,699,000
San Joaquin	Manteca, City of	Sundance, Unit 4	Beacon Land Company	Residential	Single-Family	118	2,124,000
Sonoma	Cotati, City of	Kessing Ranch	Richmond American Homes	Residential	Single-Family	40	1,255,000
Yolo	West Sacramento, City of	Riverchase	Anthem United Riverchase Homes I	Residential	Multi-Family	120	2,383,000
Yolo	West Sacramento, City of	301 D Street	301 D Street, LLC	Residential	Multi-Family	40	1,100,000
Yuba	Yuba, County of	Orchard 50	LGI Homes- California, LLC	Residential	Single-Family	50	755,000
Total						1,583	39,590,000

Inclusion of the foregoing assessment districts in the SCIP 2019B pool is dependent upon market and development conditions for each assessment district, and certain of such assessment districts may be removed from the pool with the advice of the underwriter and bond counsel.

ESTIMATED SOURCES & USES:

Sources:

Bond Proceeds	\$ 36,285,000
Premium:	\$ 3,813,115
	<u>\$ 40,098,115</u>

Uses:

Project Fund	\$ 33,707,385
Capitalized Interest	\$ 1,693,300
Debt Service Reserve Fund	\$ 2,399,750
Cost of Issuance	\$ 1,385,800
Underwriter Discount	\$ 907,125
Contingency	<u>\$ 4,755</u>
	\$ 40,098,115

Pursuant to Section 5852.1 of the California Government Code, the Authority has received certain representations and good faith estimates from RBC Capital Markets, as the underwriter of the California Statewide Communities Development Authority Statewide Community Infrastructure Program Revenue Bonds, Series 2019B and has disclosed such good faith estimates as follows:

1. TIC: 4.349492%
2. Sum of all fees and charges paid to third parties: \$2,292,925
3. Net Proceeds: \$33,712,140.24
4. Total Net Debt Service (+Annual Fees): \$71,188,300.01 (+Total Annual Fees of \$6,709,525 = \$77,897,825)

RECOMMENDED ACTION:

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

1. Open Consolidated Assessment Districts public hearing.
2. Continue assessment district public hearing solely with respect to Assessment District No. 19-02 (City of Santee, County of San Diego) to September 5, 2019.
3. Close consolidated assessment districts public hearing except for Assessment District No. 19-02 (City of Santee, County of San Diego).
4. Open Assessment Districts ballots and announce results.
5. Consideration of the following resolutions with respect to SCIP: (Resolutions at following link: https://www.dropbox.com/sh/hw8otowmqnj66x0/AAAT6QU_A6Oymg5I6QZVM6IRa?dl=0)
 - a. Resolution approving final engineer’s reports, levying assessments, ordering the financing of specified development impact fees and capital improvements, confirming the amount of unpaid assessments and directing related actions.
 - b. Resolution providing for the issuance of SCIP limited obligation improvement bonds each in one or more series and approving the form and substance of a trust agreement and authorizing related actions.

- c. Resolution authorizing the issuance, sale and delivery of not to exceed \$39,597,168.12 of SCIP Revenue Bonds, Series 2019B and approving the forms of a trust agreement, a bond purchase agreement, a continuing disclosure certificate, an official statement, and authorizing certain other actions in connection therewith.



Agenda Item No. 6

Agenda Report

DATE: August 8, 2019

TO: CSCDA COMMISSIONERS

FROM: Cathy Bando, Executive Director

PURPOSE: Consideration of California Responsible Investment for a Stronger Economy (RISE) services agreement and related program documents

BACKGROUND:

At CSCDA's July 11, 2019 meeting, the Commission approved the creation of the California Responsible Investments for a Stronger Economy (CalRISE) program. CalRISE will enable local governments to invest funds in local community banks to promote economic development within their jurisdictions. The CSCDA Program Participant makes a liquid deposit with the local community bank, and the community bank agrees to lend no less than 50% of funds to small and medium businesses that are located in the Program Participant's jurisdiction. As a reminder, CSCDA will not be issuing bonds, tax credits or any form of debt as part of the CalRISE program.

DOCUMENT APPROVALS:

Today, the Commission is being asked to review and approve the CalRISE program handbook and the Services Agreement by and among CSCDA, Livaich Community Engagement and RISE California LLC. The program handbook and Services Agreement have been reviewed by CSCDA's Staff, Executive Director and General Counsel. A link to the documents is included below.

RECOMMENDED ACTION:

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

1. CalRISE Program Handbook; and
2. Services Agreement with Livaich Community Engagement and RISE California LLC for administrative services related to CalRISE.

Agreement and Program Handbook:

https://www.dropbox.com/sh/m1u5p1luxwhwrq6/AABJHQ6tJ1VEr_V_cQSvSI51a?dl=0