

# **CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY**

## **REGULAR MEETING**

### **\*\*\*TELECONFERENCE MEETING NOTICE and AGENDA\*\*\* LOCATIONS LISTED BELOW**

**10:30 A.M.**

**Thursday, June 27, 2019**

#### **Teleconference Phone Information**

**(712) 775-7031 - Conference Code: 183724#**

#### **Call to Order and Roll Call Statement of Disclosure**

#### **Action Items**

1. Consent Agenda
  - a. Approve Minutes from the Regular Meeting on June 20, 2019.
  - b. Approve Resolution No. 19-51 Approving Associate Membership by the City of Dinuba in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to the Associate Membership of the City in the Authority.
2. Approve Resolution No. 19-52 of the California Enterprise Development Authority Authorizing the Issuance and Sale of its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Dinuba Project), Series 2019 for the Purpose of Financing The Cost of Acquiring, Developing, Constructing, Installing, Equipping and Furnishing a Healthcare Facility for the Benefit of United Health Centers of the San Joaquin Valley and/or a Related or Successor Entity; Providing the Terms and Conditions for the Sale and Issuance of Said Bonds and Other Matters Relating Thereto Herein Specified.
3. Approve Resolution No. 19-53 of the California Enterprise Development Authority Authorizing the Issuance and Sale of Lease Revenue Bonds in One or More Series in a Principal Amount Not to Exceed \$50,000,000 to Finance the Design, Development, Construction, Installation and Equipping of Three New Public Libraries for the Benefit of the County Of Riverside, Providing the Terms and Conditions for the Sale and Issuance of Said Bonds and Other Matters Relating Thereto and Authorizing the Execution of Certain Documents Herein Specified.
4. Approve Resolution No. 19-54 of the California Enterprise Development Authority Authorizing and Approving the Execution and Delivery of a Supplemental Indenture and an Amendment to Loan Agreement; Repealing Action Heretofore Taken in Conflict Herewith; and Authorizing Officials of the Authority to Do All Other Things Necessary or Advisable to Complete the Transactions Authorized in this Resolution.

#### **Public Hearing (Action Items 5 and 6)**

5. Approve Resolution No. 19-55 of the California Enterprise Development Authority Making Certain Findings and Determinations in Connection with and Confirming the Report Regarding the Establishment of a Contractual Assessment Program to Finance Installation of Distributed Generation Renewable Energy Sources, Energy Efficiency, Seismic Retrofits, Electric Vehicle Charging Infrastructure and Water Efficiency Improvements; Confirming Assessments to be Levied Within the Parameters of the Report; and Taking Certain Other Actions in the City of Lynwood.

## CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

6. Approve Resolution No. 19-56 of the California Enterprise Development Authority Making Certain Findings and Determinations in Connection with and Confirming the Report Regarding the Establishment of a Contractual Assessment Program to Finance Installation of Distributed Generation Renewable Energy Sources, Energy Efficiency, Seismic Retrofits, Electric Vehicle Charging Infrastructure and Water Efficiency Improvements; Confirming Assessments to be Levied Within the Parameters of the Report; and Taking Certain Other Actions in the City of Port Hueneme.

**Chair Report**  
**PACE Report**  
**Other Business**  
**Adjournment**

Members of CEDA and members of the public may access this meeting at the following locations:

California Association for Local Economic Development (contact Helen Schaubmayer) 2150 River Plaza Drive, Suite 275 Sacramento, CA 95833	City of Vista (contact Kevin Ham or Reception) 200 Civic Center Dr. Vista, CA 92084	Sacramento Municipal Utility District (contact Mather Kearney) 6301 S Street Sacramento, CA 95817
City of Santa Clarita (contact Jason Crawford or Stephanie Givans) 23920 Valencia Blvd., Suite 100 Santa Clarita, CA 91355	City of Lakeport (contact Margaret Silveira or Hilary Britton) 225 Park Street Lakeport, CA 95453	Los Angeles County Economic Development Corporation (LAEDC) (contact Carrie Rogers or Linden Johnson) 444 S. Flower St., 37 <sup>th</sup> Floor Los Angeles, CA 90071
County of Stanislaus (contact Keith Boggs or Sheryl Swartz) 1010 10 <sup>th</sup> Street, Room 5003 Modesto, CA 95354	City of West Sacramento (contact Aaron Laurel or Sandra Barcenas) 1110 West Capitol Avenue, 3 <sup>rd</sup> Floor West Sacramento, CA 95691	

This agenda can be obtained at [www.ceda.caed.org](http://www.ceda.caed.org). The California Enterprise Development Authority complies with the Americans with Disabilities Act (ADA) by ensuring that the facilities are accessible to persons with disabilities and by providing this notice and information in alternative formats when requested. If you need further assistance, you may contact us before the meeting at (916) 448-8252, ext. 16.

# CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

**MINUTES**  
**Regular Meeting**  
**CEDA BOARD OF DIRECTORS**  
**Thursday, June 20, 2019**

**Meeting Location**

California Association for Local  
Economic Development  
(contact Helen Schaubmayer)  
2150 River Plaza Dr. Suite 275  
Sacramento, CA 95833

**Call to Order**

Gurbax Sahota, Chair of the California Enterprise Development Authority, called the meeting to order at 10:30 am and called a recess until the board members arrive at lunchtime and the meeting will reconvene around 12:30 pm.

Gurbax Sahota, Chair of the California Enterprise Development Authority, reconvened the meeting to order at 12:32 pm.

**Roll Call**

Members Present: Keith Boggs  
Jason Crawford  
Kevin Ham  
Aaron Laurel  
Gurbax Sahota  
Margaret Silveira

CALED Management/  
Staff Present: Helen Schaubmayer

Public: Sam Balisy, Kutak Rock  
Jessica Gonzales, City of Anaheim  
Larry Vaupel, City of Redding

**Statement of Disclosure**

None

**Action Items**

1. Approve Consent Agenda.
  - a. Approve Minutes from the Regular Meeting on May 23, 2019.

**Motion:** Board Member Kevin Ham made the motion to approve the Consent Agenda. Board Member Keith Boggs seconded the motion on the floor.

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye
Margaret Silveira	Aye

2. Approve Resolution No. 19-48 Authorizing the Issuance and Sale of its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Fresno Project), Series 2019A and California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Fresno Project), Series 2019B, for the Purpose of Financing the Cost of Acquiring, Developing, Constructing, Installing, Equipping and Furnishing Two Healthcare Facilities for the Benefit of United Health Centers of the San Joaquin Valley and/or a Related or Successor Entity; Providing the Terms and Conditions for the Sale and Issuance of Said Bonds and Other Matters Relating Thereto Herein Specified.

**Discussion:** Helen briefed the board that United Health Centers (UHC) of the San Joaquin Valley is a private non-profit organization founded in 1971 and has several facilities in the San Joaquin Valley. CEDA has completed a few financings with them at this point for different project locations, this one is for their project in Fresno. UHC is staffed by over 500 health professionals and delivers approximately 370,000 medical, dental, and other service encounters per year. The Borrower has requested that the Authority issue its Series 2019A bond in the in the principal amount not to exceed \$6,000,000 and its Series 2019B bond in the principal amount also not to exceed \$6,000,000 to finance costs related to two health care centers in Fresno. Sam Balisy stated that financing in the healthcare industry has been busy.

**Motion:** *Board Member Margaret Silveira made the motion to approve Resolution No. 19-48. Board Member Jason Crawford seconded the motion on the floor.*

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye
Margaret Silveira	Aye

3. Approve Resolution No. 19-49 of the California Enterprise Development Authority Authorizing and Approving A Loan Agreement Pursuant to Which the California Enterprise Development Authority Will Make One or More Loans for the Purpose of Financing and Refinancing the Cost of Acquiring, Developing, Constructing, Installing, Equipping and Furnishing Facilities for the Benefit of Crespi Carmelite High School, Inc., and/or a Related or Successor Entity; Providing the Terms and Conditions for Such Loan Agreement and Other Matters Relating Thereto Herein Specified.

**Discussion:** Helen briefed the board that established in Encino in 1959, Crespi Carmelite High School is an all-male, Catholic, college preparatory high school conducted by the Carmelite Order. Current enrollment is 502 students with an average class size of 23 and a student-to-teacher ratio of 14:1. Typically, 98 percent of the graduates go directly to higher education, 85 percent to four-year colleges. Crespi Carmelite High School, Inc. has requested that the Authority make one or more loans in an aggregate principal amount not to exceed \$8,000,000 to finance, refinance or reimburse the Borrower for costs related to improvement and equipping of an aquatics center, including an Olympic-sized competition pool, a smaller wellness pool, locker rooms, bleachers and shaded areas.

**Motion:** *Board Member Jason Crawford made the motion to approve Resolution No. 19-49. Board Member Kevin Ham seconded the motion on the floor.*

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye

- 4. Approve Resolution No. 19-50 Authorizing the Issuance of the California Enterprise Development Authority Commercial Property Assessed Clean Energy (Pace-M1) Limited Obligation Improvement Bonds, Series 2019-1, Authorizing the Execution and Delivery of a Supplemental Indenture and Bond Purchase Agreement, and Authorizing the Execution and Delivery of Other Related Documents and Actions Necessary to the Delivery of Such Bonds.

**Discussion:** Helen briefed the board that the series of the bonds are in an amount not to exceed \$400,000 to finance around an approximate 71 kW Solar PV array that will reduce the year 1 utility spend by approximately \$28,000 and the 25-year utility spend by around \$1.1 million. The property is a 25,000 square-foot class B industrial warehouse built in 1999. The main tenant is Atlas Group which is a door-to-door logistics and supply chain partner. A general discussion followed among the board about the trends in the PACE industry.

**Motion:** Board Member Aaron Laurel made the motion to approve Resolution No. 19-50. Board Member Keith Boggs seconded the motion on the floor.

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye
Margaret Silveira	Aye

- 5. Approve contributions to support economic development:
  - a. \$75,000 to the California Academy for Economic Development to support its 2019-2020 Work Program.
  - b. \$150,000 to the California Association for Local Economic Development to support its 2019-2020 Work Program.

**Discussion:** Gurbax Sahota briefed the board that we have provided document that shows CEDA’s actual income and expenses as of June 3<sup>rd</sup>, our approved 18-19 Budget, our estimate of how the year will close out (including if we approve the contributions noted on the agenda), and a proposed budget for 19-20. We have already met our reserve requirements for the operating reserve and legal reserve and with that in mind, we are asking for \$75,000 to support the Academy’s 19-20 work program including implementation of the certification program and an update to the Economic Development Snapshot. Both of these are significant projects that need senior staff support and this funding will allow the Academy to get that assistance. We are requesting \$150,000 to support CALED’s 2019-2020 work program.

**Motion:** Board Member Kevin Ham made the motion to approve the contributions to economic development.. Board Member Jason Crawford seconded the motion on the floor.

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye
Margaret Silveira	Aye

6. Approve FY 2019-2020 CEDA Work Program and Budget

**Discussion:** Gurbax Sahota briefed the board that in terms of the proposed budget for 19-20, it is rather similar to last year and we do not expect any changes in the environment that will impact our deal flow. The work program continues as last year and the budget reflects that.

**Motion:** *Board Member Keith Boggs made the motion to approve CEDA's FY 2019-2020 Work Program and Budget. Board Member Aaron Laurel seconded the motion on the floor.*

*The motion passed with the following roll call vote:*

Keith Boggs	Aye
Jason Crawford	Aye
Kevin Ham	Aye
Aaron Laurel	Aye
Gurbax Sahota	Aye
Margaret Silveira	Aye

7. New Board Member Orientation

**Discussion:** Gurbax Sahota and Sam Balisy provided an orientation and role overview to the new CEDA board members and a refresher to the continuing members.

**Public Comment**

**Chair Report**

Gurbax Sahota stated that there is a CEDA board meeting scheduled for next week, June 27<sup>th</sup> and the first meeting with the new board members on July 11<sup>th</sup>.

**PACE Report**

**Other Business**

**Adjournment**

**Motion:** *Board Member Margaret Silveira made the motion to adjourn the meeting. Board Member Kevin Ham seconded the motion on the floor. Chair Gurbax Sahota adjourned the meeting at 1:50 pm.*

**RESOLUTION NO. 19-51**

**CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY**

**RESOLUTION APPROVING ASSOCIATE MEMBERSHIP BY THE CITY OF DINUBA IN THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY AND THE EXECUTION OF AN ASSOCIATE MEMBERSHIP AGREEMENT RELATING TO ASSOCIATE MEMBERSHIP OF THE CITY IN THE AUTHORITY**

**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 cities of Eureka, Lancaster and Selma entered into a joint exercise of powers agreement (the “Agreement”) pursuant to which the California Enterprise Development Authority (the “Authority”) was organized; and

**WHEREAS**, pursuant to Section 2.10 of the Agreement, a local agency may be admitted as an associate member of the Authority upon approval of the Board of Directors of the Authority and the adoption by the legislative body of the local agency of a resolution approving an Associate Membership Agreement; and

**WHEREAS**, the City of Dinuba (the “Public Entity”) desires to join the Authority and has passed the requisite resolution approving the Public Entity becoming an associate member of the Authority and has approved an Associate Membership Agreement (the “Associate Membership Agreement”); and

**WHEREAS**, the Board of Directors desires to admit the Public Entity into the Authority as an associate member;

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the California Enterprise Development Authority, as follows:

**Section 1.** The Public Entity is hereby admitted as a new associate member of the Authority.

**Section 2.** The Chair or the Vice Chair of the Board of Directors is hereby authorized to execute the Associate Membership Agreement with the Public Entity. All actions heretofore taken by the officers, or their respective designees, employees and agents of the Authority in connection with the Authority’s entry into the Associate Membership Agreement with the Public Entity are hereby ratified and confirmed.

**Section 3.** This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this 27<sup>th</sup> of June 2019.

CALIFORNIA ENTERPRISE  
DEVELOPMENT AUTHORITY

By: \_\_\_\_\_  
Gurbax Sahota, Chair

ATTEST:

By: \_\_\_\_\_  
Helen Schaubmayer, Assistant Secretary



I, the undersigned, the duly appointed and qualified Assistant Secretary of the California Enterprise Development Authority, do hereby certify that the foregoing resolution was duly adopted by the Board of Directors of said Authority at a duly called meeting of the Board of Directors of said Authority held in accordance with law on June 27<sup>th</sup>, 2019.

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Helen Schaubmayer, Assistant Secretary

## Staff Report

<b>Actions Requested</b>	Approve Resolution No. 19-51 Approving Associate Membership by the City of Dinuba in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to the Associate Membership of the City in the Authority.
<b>Public Benefits</b>	Adoption of Resolution No. 19-51 will allow CEDA to issue bonds and other tax-exempt financings within the City of Dinuba. CEDA's issuance costs and ongoing annual fees are competitive and/or lower than other conduit issuers. The savings realized by borrowers using CEDA conduit-financing programs can then be used to further expand the underlying business and/or hire additional employees.
<b>Recommendation</b>	Staff recommends approval of Resolution No. 19-51 Approving Associate Membership by the City of Dinuba in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to the Associate Membership of the City in the Authority.

**RESOLUTION NO. 19-52**

**CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY**

**RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF ITS CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY REVENUE BONDS (UNITED HEALTH CENTERS OF THE SAN JOAQUIN VALLEY-DINUBA PROJECT), SERIES 2019 FOR THE PURPOSE OF FINANCING THE COST OF ACQUIRING, DEVELOPING, CONSTRUCTING, INSTALLING, EQUIPPING AND FURNISHING A HEALTHCARE FACILITY FOR THE BENEFIT OF UNITED HEALTH CENTERS OF THE SAN JOAQUIN VALLEY AND/OR A RELATED OR SUCCESSOR ENTITY; PROVIDING THE TERMS AND CONDITIONS FOR THE SALE AND ISSUANCE OF SAID BONDS AND OTHER MATTERS RELATING THERETO HEREIN SPECIFIED**

**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"), the cities of Eureka, Lancaster and Selma entered into a joint exercise of powers agreement (the "Agreement") pursuant to which the California Enterprise Development Authority (the "Authority") was organized; and

**WHEREAS**, the Authority is authorized by the Agreement and the Act to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements, or enter into financing agreements to, among other things, 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, as amended (the "Code"); and

**WHEREAS**, pursuant to the provisions of the Act, the public agencies which are members of the Authority are authorized to jointly exercise any power common to such public agency members, including, without limitation, the power to acquire and dispose of property, both real and personal; and

**WHEREAS**, the City of Dinuba (the "City") desires to join the Authority and has passed the requisite resolution approving the City becoming an associate member of the Authority and has approved an Associate Membership Agreement (the "Associate Membership Agreement"); and

**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, financing agreement or similar agreement for the purposes of promoting economic development; and

**WHEREAS** United Health Centers of the San Joaquin Valley, a California nonprofit public benefit corporation (the "Borrower"), has requested that the Authority issue its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Dinuba Project), Series 2019 in the principal amount of \$8,000,000 (the "Bonds") for the benefit of the Borrower pursuant to the Act to finance the cost of (i) acquiring, developing, constructing, installing, equipping and furnishing of an approximately 16,562 square feet health

care clinic located at 300 Westgate Way, Dinuba, California 93618 (the “Facility”), which will serve as a healthcare clinic of the Borrower and (ii) paying certain costs of issuance in connection with such financing; and

**WHEREAS**, the Bonds will be issued pursuant to a Bond Indenture (the “Indenture”) between the Authority and U.S. Bank National Association, as trustee (the “Trustee”);

**WHEREAS**, the Authority will loan the proceeds of the Bonds to the Borrower and the Borrower will agree to repay the loan pursuant to a Loan Agreement (the “Loan Agreement”) by and between the Authority and the Borrower;

**WHEREAS**, there have been placed on file with the Authority prior to this meeting the following documents and agreements:

- (a) the proposed form of the Indenture, including the form of the Bonds as Exhibit A thereto, pursuant to which the Bonds will be issued and secured;
- (b) the proposed form of the Loan Agreement pursuant to which the Borrower will agree to repay the loan; and
- (c) the proposed form of the Bond Purchase Agreement (the “Purchase Agreement”), by and between Pacific Western Bank, as purchaser (the “Purchaser”) and the Authority, and approved by the Borrower.

**WHEREAS**, pursuant to California Government Code Section 5852.1, certain information regarding the Bonds, attached hereto as Attachment I, has been presented to the Authority by the Borrower based on a good faith estimates by the Purchaser; and

**WHEREAS**, the Facility provides significant benefits to the residents of the City and surrounding community through the healthcare services provided by the Borrower and, based on representations of the Borrower, the financing of the Facility through the Authority will result in demonstrable savings in effective interest rate;

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Authority, as follows:

**Section 1.** The Authority finds that it is in the public interest to assist the Borrower in financing the Facility.

**Section 2.** The Authority hereby authorizes and approves (i) the issuance of the Bonds on a tax-exempt basis pursuant to and in accordance with the provisions of the Loan Agreement and the Indenture, in an aggregate principal amount not to exceed \$8,000,000, (ii) the sale of the Bonds in accordance with the terms of the Purchase Agreement to the Purchaser, and (iii) the loan of proceeds thereof to the Borrower pursuant to the provisions of the Loan Agreement.

The Bonds and the interest thereon shall be special, limited obligations of the Authority, and payment of the principal of, redemption premium, if any, and interest on, the Bonds shall be made solely from loan payments made by the Borrower under the Loan Agreement and certain moneys

held under the Indenture, and the Bonds shall not be deemed to constitute a general obligation of the Authority or of any member of the Authority or an obligation or commitment by the Authority to expend any of its funds other than from certain funds received under the Loan Agreement.

**Section 3.** The proposed form of the Loan Agreement relating to the Bonds, between the Authority and the Borrower, on file with the Secretary of the Authority, is hereby approved. The Chair or the Vice Chair of the Board of Directors of the Authority (individually, an “Authorized Signatory” and, collectively, the “Authorized Signatories”), acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Loan Agreement in substantially the form filed with the Authority prior to this meeting, with such changes and insertions therein consistent with the stated terms of this Resolution as the Authorized Signatory executing the same, with the advice of counsel to the Authority, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

**Section 4.** The proposed form of the Indenture relating to the Bonds, between the Authority and the Trustee, on file with the Secretary of the Authority, is hereby approved. Any Authorized Signatory, acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver to the Trustee the Indenture in substantially the form filed with the Authority prior to this meeting, with such changes and insertions therein consistent with the stated terms of this Resolution as the Authorized Signatory executing the same, with the advice of the Authority Counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof. The dates, maturity dates, interest rates, interest payment dates, denominations, forms, registration privileges or requirements, place or places of payment, terms of redemption and other terms of the Bonds shall be as provided in the Indenture, as finally executed.

**Section 5.** The proposed form of the Purchase Agreement relating to the Bonds, between the Purchaser and the Authority and approved by the Borrower, on file with the Secretary of the Authority, is hereby approved. Any Authorized Signatory, acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Purchase Agreement in substantially the form filed with the Authority prior to this meeting, with such changes and insertions therein consistent with the stated terms of this Resolution as such Authorized Signatory executing the same, with the advice of the Authority Counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

**Section 6.** The Bonds shall be executed by the manual or facsimile signature of the Chair or the Vice Chair of the Board of Directors of the Authority and attested by the manual or facsimile signature of the Secretary or Assistant Secretary of the Authority in the form set forth in and otherwise in accordance with the Indenture.

**Section 7.** The Bonds, when so executed, shall be delivered to the Trustee for authentication by the Trustee. The Trustee is hereby requested and directed to authenticate the Bonds by executing the Trustee’s Certificate of Authentication appearing thereon and to deliver the Bonds, when duly executed and authenticated, to the Purchaser, in accordance with written instructions executed on behalf of the Authority by any Authorized Signatory, which instructions said Authorized Signatory is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver to the Trustee. Such instructions shall provide for the delivery

of the Bonds to the Purchaser in accordance with the Purchase Agreement, upon payment of the purchase price thereof.

**Section 8.** Each Authorized Signatory and other appropriate officers and agents of the Authority is each hereby authorized and directed to take any and all actions necessary or appropriate, not inconsistent with the terms of this Resolution and of the Indenture to effect the execution, authentication and delivery of the Bonds to the Purchaser, including, without limitation: giving the written order of the Authority for the authentication and delivery of the Bonds by the Trustee, furnishing of a tax regulatory agreement or certificate and other appropriate certificates, closing documents and other documents contemplated by this Resolution, the Indenture, the Loan Agreement, and the Purchase Agreement. The Secretary or Assistant Secretary of the Authority is authorized to attest the execution of the documents and certificates contemplated by this Resolution.

**Section 9.** All approvals, consents, directions, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, including, without limitation, any of the foregoing which may be necessary or desirable in connection with any amendment of such documents, or any redemption, purchase or defeasance of the Bonds, may be given or taken by any Authorized Signatory, without further authorization by the Board of Directors of the Authority, and each Authorized Signatory is hereby authorized and directed to give any such approval, consent, direction, notice, order or request and to take any such action which such Authorized Signatory, with the advice of bond counsel and legal counsel to the Authority, may deem necessary or desirable to further the purposes of this Resolution.

**Section 10.** All actions of the officers, directors, employees and agents of the Authority in conformity with the purpose and intent of this Resolution and in furtherance of the issuance and sale of the Bonds, as contemplated by this Resolution and the documents referred to herein, whether heretofore or hereafter taken, shall be and are hereby ratified, confirmed and approved.

**Section 11.** The provisions of this Resolution are hereby declared to be separable, and if any action, phrase or provision is for any reason declared to be invalid, such declaration does not affect the validity of the remainder of the sections, phrases and provisions.

**Section 12.** Notwithstanding anything to the contrary in this Resolution, no documents referenced in this Resolution may be executed or delivered until the City has held the requisite hearing and the City Council of the City has approved the issuance of the Bonds pursuant to Section 147(f) of the Code.

**Section 13.** This Resolution shall take effect from and after its adoption. The provisions of this Resolution are hereby declared to be separable, and if any action, phrase or provision is for any reason declared to be invalid, such declaration does not affect the validity of the remainder of the sections, phrases and provisions.

PASSED AND ADOPTED this 27<sup>th</sup> day of June, 2019.

CALIFORNIA ENTERPRISE  
DEVELOPMENT AUTHORITY

By \_\_\_\_\_  
Gurbax Sahota, Chair

Attest:

By \_\_\_\_\_  
Helen Schaubmayer, Assistant Secretary

I, the undersigned, the duly appointed and qualified Assistant Secretary of the California Enterprise Development Authority, do hereby certify that the foregoing resolution was duly adopted by the Board of Directors of said Authority at a duly called meeting of the Board of Directors of said Authority held in accordance with law on June 27, 2019.

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Helen Schaubmayer, Assistant Secretary



## Attachment I

### PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE BONDS

Pursuant to California Government Code Section 5852.1, United Health Centers of the San Joaquin Valley, a California nonprofit public benefit corporation (the “Borrower”), has provided the following required information to the California Enterprise Development Authority (the “Authority”), as conduit financing provider, prior to the Authority’s regular meeting on June 27, 2019 (the “Meeting”) of its Board of Directors (the “Board”) at which Meeting, the Board will consider the authorization of its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Dinuba Project), Series 2019 in the principal amount of \$8,000,000 (the “Bonds”).

1. Pacific Western Bank, a California state-chartered bank, as purchaser, engaged by the Borrower, provided the Borrower with the required good faith estimates relating to the Bonds as follows:
  - A. The true interest cost of the Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the Bonds (to the nearest ten-thousandth of one percent): 3.95589%.
  - B. The finance charge of the Bonds, which means the sum of all fees and charges paid to third parties: \$132,208.00.
  - C. The amount of proceeds received by the public body for sale of the Bonds less the finance charge of the Bonds described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Bonds: \$7,960,000.00.
  - D. The total payment amount, which means the sum total of all payments the Borrower will make to pay debt service on the Bonds plus the finance charge of the Bonds described in subparagraph (B) not paid with the proceeds of the Bonds (which total payment amount shall be calculated to the final maturity of the Bonds): \$11,119,291.33.
2. The good faith estimates provided above were based on the information in the attached schedules which was 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 Bonds 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 Bonds.

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Bonds 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 Bonds and the actual amortization of the Bonds will depend on market interest rates at the time of the issuance

of the Bonds. 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.

## Staff Report

<b>Action Requested</b>	Approve Resolution No. 19-52 of the California Enterprise Development Authority Authorizing the Issuance and Sale of its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Dinuba Project), Series 2019 for the Purpose of Financing The Cost of Acquiring, Developing, Constructing, Installing, Equipping and Furnishing a Healthcare Facility for the Benefit of United Health Centers of the San Joaquin Valley and/or a Related or Successor Entity; Providing the Terms and Conditions for the Sale and Issuance of Said Bonds and Other Matters Relating Thereto Herein Specified.
<b>Borrower(s)</b>	United Health Centers of the San Joaquin Valley (Dinuba Project)
<b>Borrower Description</b>	<p>United Health Centers (UHC) of the San Joaquin Valley is a private non-profit organization founded in 1971 with the purpose to provide health services to the medically underserved in the San Joaquin Valley. UHC has several facilities in the San Joaquin Valley including in the communities of Parlier, Orange, Reedley, Huron, Lemoore, Mendota, Kerman, Raisin City, Sanger, Flower, and Corcoran. UHC is staffed by a comprehensive team of over 500 health professionals consisting of physicians, physician assistants, nurse practitioners, nurses, pharmacists, lab and x-ray technicians, dentists, dental hygienists, nutritionists, and certified ancillary personnel, most of whom are bilingual. UHC delivers approximately 370,000 medical, dental, and other service encounters per year.</p> <p>Web site: <a href="http://public.uhcofsjv.org/">http://public.uhcofsjv.org/</a></p> <p>United Health Centers of the San Joaquin Valley has requested that the Authority issue Revenue Bonds in the principal amount of \$8,000,000 to acquire develop, construct, install, equip and furnish an approximately 16,562 square feet health care clinic located at 300 Westgate Way, Dinuba, California 93618 which will serve as a healthcare clinic of the Borrower.</p>
<b>Public Benefits</b>	This tax-exempt financing will allow United Health Centers of the San Joaquin Valley to expand its services in providing critical health care to low-income residences of underserved rural communities in the San Joaquin Valley area.
<b>Eligibility and Policy Review</b>	<p>CEDA staff has reviewed the project. The proposed financing is eligible pursuant to state and federal law and addresses the objectives contained in CEDA's Bond Issuance Policies and Procedures</p> <ul style="list-style-type: none"> <li>■ The Borrower is capable of meeting the obligations incurred under the financing documents;</li> <li>■ The Payments to be made are adequate to pay the expenses of CEDA in connection with the financing and to pay debt service;</li> <li>■ Proposed financing is appropriate for the project.</li> </ul>
<b>Recommendation</b>	Staff recommends approval of Resolution No. 19-52 of the California Enterprise Development Authority Authorizing the Issuance and Sale of its California Enterprise Development Authority Revenue Bonds (United Health Centers of the San Joaquin Valley-Dinuba Project), Series 2019 for the Purpose of Financing The Cost of Acquiring, Developing, Constructing, Installing, Equipping and Furnishing a Healthcare Facility for the Benefit of United Health Centers of the San Joaquin Valley and/or a Related or Successor Entity; Providing the Terms and Conditions for the Sale and Issuance of Said Bonds and Other Matters Relating Thereto Herein Specified.

**RESOLUTION NO. 19-54**

**CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY**

**A RESOLUTION OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY AUTHORIZING AND APPROVING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL INDENTURE AND AN AMENDMENT TO LOAN AGREEMENT; REPEALING ACTION HERETOFORE TAKEN IN CONFLICT HEREWITH; AND AUTHORIZING OFFICIALS OF THE AUTHORITY TO DO ALL OTHER THINGS NECESSARY OR ADVISABLE TO COMPLETE THE TRANSACTIONS AUTHORIZED IN THIS RESOLUTION.**

WHEREAS, pursuant to the provisions of the Joint 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”), the cities of Eureka, Lancaster and Selma entered into a joint exercise of powers agreement (the “Agreement”) pursuant to which the California Enterprise Development Authority (the “Authority”) was organized; and

WHEREAS, the Authority is authorized by the Agreement and the Act to issue bonds, notes or other evidences of indebtedness, or certificates of participation in leases or other agreements, or enter into loan agreements to, among other things, 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, as amended (the “Code”); and

WHEREAS, pursuant to the provisions of the Act, the public agencies that are members of the Authority are authorized to jointly exercise any power common to such public agency members, including, without limitation, the right to issue bonds and expend the proceeds thereof and the right to acquire, sell, develop, lease or administer property; and

WHEREAS, the City of Los Angeles, California (the “City”) is an associate member of the Authority and is authorized to acquire and dispose of property, both real and personal; and

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 for the purposes of carrying out its purposes; and

WHEREAS, on June 11, 2018, the Authority issued its Educational Facility Revenue Bonds (Ivy Academia Project), Series 2018A, in an aggregate principal amount of \$19,055,000 (the “Series 2018A Bonds”), its Educational Facility Revenue Bonds (Ivy Academia Project), Series 2018B, in an aggregate principal amount not to exceed \$4,800,000 (the “Series 2018B Bonds”) and its Educational Facility Revenue Bonds (Ivy Academia Project) (Taxable), Series 2018C, in an aggregate principal amount of \$1,025,000 (the “Series 2018C Bonds”, and together with the Series 2018A Bonds and the Series 2018B Bonds, the “Bonds”); and

WHEREAS, the Bonds were issued by the Authority pursuant to the terms of an Indenture of Trust, dated as of June 1, 2018 (the “Indenture”), by and between the Authority and UMB Bank, National Association, as trustee thereunder (the “Trustee”) and loaned to ASF 5975 Shoup LLC, a California limited liability company (the “Borrower”), whose sole member is Alternative Schools Foundation, a California nonprofit public benefit corporation and an entity described in Section 501(c)(3) of the Internal Revenue Code, pursuant to the Loan Agreement, dated as of June 1, 2018, as amended by the First Amendment to Loan Agreement, dated as of December 1, 2018, (collectively, the “Loan Agreement”), by and between the Authority and the Borrower; and

WHEREAS, the Bonds were issued for the purpose of making one or more loans to the Borrower to finance or refinance the costs of (a) the acquisition, renovation, improvement, furnishing and equipping of certain public charter school facilities located at 5975 Shoup Avenue, Woodland Hills, California 91367 (the “Facilities”); (b) funding a debt service reserve fund for the Bonds; (c) paying capitalized interest on the Bonds; and (d) paying certain Bond issuance expenses (collectively, the “Project”); and

WHEREAS, the Borrower leases the Facilities to Alternative Schools, Inc. (the “Lessee”), a California nonprofit public benefit corporation and an entity described in Section 501(c)(3) of the Code, which operates a charter school pursuant to a Lease Agreement dated as of June 1, 2018, as amended by the Amendment to Lease Agreement, dated as of December 28, 2018 (the “Lease”); and

WHEREAS, for the purpose of financing the Project, the Borrower desires to increase the par amount of the Series 2018B Bonds from \$4,800,000 to \$4,920,000; to provide for the transfer of the reduction in the Reserve Account Requirement (as defined in the Indenture) at the Conversion Date (as defined in the Indenture) to the Project Fund (as defined in the Indenture); and to provide for the replenishment of the Operating Account (as defined in the Indenture) upon a withdrawal of funds from the Operating Account on July 1, 2019, pursuant to a Supplemental Indenture of Trust, proposed to be dated as of July 1, 2019, amending the Indenture (the “Supplemental Indenture”) and a Second Amendment to Loan Agreement, proposed to be dated as of July 1, 2019, amending the Loan Agreement (the “Amendment to Loan Agreement”); and

WHEREAS, Section 6.07(b) of the Indenture provides that the Loan Agreement may be amended with the written consent of the Trustee and the Bondholder Representative (as defined in the Indenture). The Trustee shall give such written consent only (i) if the Trustee first obtains the written consent of the Bondholder Representative, to such amendment, modification or termination; and (ii) if the Trustee shall have received a Favorable Opinion of Bond Counsel (as defined in the Indenture) with respect to such amendment, modification or termination; and

WHEREAS, Article IX of the Indenture provides that the Indenture may be amended only with the written consent of the Bondholder Representative, the consent of the Authority and the Borrower; and an opinion of Bond Counsel to the effect that each such Supplemental Indenture (a) has been validly authorized and duly executed by the Authority and is enforceable against the Authority in accordance with its terms, (b) will not adversely affect the qualification of the Bonds as obligations which may be issued pursuant to the Act, (c) will not adversely affect the excludability from gross income of interest on the Tax-Exempt Bonds (as defined in the Indenture) for federal income tax purposes and (d) is permitted pursuant to the terms of this Indenture; and

WHEREAS, the Borrower and the Bondholder Representative intend to consent to the Supplemental Indenture and Amendment to Loan Agreement; and

WHEREAS, Kutak Rock LLP will provide the Authority with a Favorable Opinion of Bond Counsel; and

WHEREAS, there have been placed on file with the Authority prior to this meeting the proposed form of the Supplemental Indenture and the Amendment to Loan Agreement (the “Authority Documents”);

WHEREAS, the Facilities are expected to provide significant benefits to the residents of the City in providing educational and related services to residents of the City; and

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the California Enterprise Development Authority, as follows:

**Section 1.** The Authority finds that it is in the public interest to assist the Borrower in financing and refinancing the Facilities.

**Section 2.** The proposed form of the Authority Documents, on file with the Secretary of the Authority, are hereby approved. The Chair or the Vice Chair of the Board of Directors (individually, an “Authorized Signatory” and, collectively, the “Authorized Signatories”), acting alone, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Authority Documents in substantially the form filed with the Authority prior to this meeting, with such changes and insertions therein consistent with the stated terms of this Resolution as the Authorized Signatory executing the same, with the advice of counsel to the Authority, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof. The Secretary or Assistant Secretary of the Authority is authorized to attest the execution of the Authority Documents.

**Section 3.** All assignments, consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, may be given or taken by an Authorized Signatory without further authorization by this Board of Directors of the Authority, and such officers are hereby authorized and directed to give any such consent, approval, notice, order or request and to take any such action which such officers may deem necessary or desirable to further the purposes of this Resolution.

**Section 4.** All actions heretofore taken by the officials and agents of the Authority with respect to the Authority Documents are hereby approved, confirmed and ratified, and the officials of the Authority and their authorized designees are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all certificates, agreements and documents, including, without limitation, a tax certificate and agreement, which they or counsel to the Authority may deem necessary or advisable in order to consummate the Authority Documents and otherwise to effectuate the purposes of this Resolution, and the Secretary or Assistant Secretary of the Authority is authorized to attest the execution of such certificates, agreements and documents.

**Section 5.** The cost of preparing the Authority Documents and fees and cost with respect to the review of documents and delivery of any opinions shall be paid by the Borrower. No costs or expenses shall be borne by the Authority in connection with the preparation of any documents relating thereto, or any legal or financial consultants retained in connection therewith.

**Section 6.** The provisions of this Resolution are hereby declared to be separable, and if any action, phrase or provision is for any reason declared to be invalid, such declaration does not affect the validity of the remainder of the sections, phrases and provisions.

**Section 7.** This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED this 27<sup>th</sup> day of June, 2019.

CALIFORNIA ENTERPRISE  
DEVELOPMENT AUTHORITY

By \_\_\_\_\_  
Gurbax Sahota, Chair

Attest:

By \_\_\_\_\_  
Helen Schaubmayer, Assistant Secretary



I, the undersigned, the duly appointed and qualified Assistant Secretary of the California Enterprise Development Authority, do hereby certify that the foregoing resolution was duly adopted by the Board of Directors of said Authority at a duly called meeting of the Board of Directors of said Authority held in accordance with law on June 27, 2019.

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Helen Schaubmayer, Assistant Secretary

## Staff Report

<b>Action Requested</b>	Approve Resolution No. 19-54 of the California Enterprise Development Authority Authorizing and Approving the Execution and Delivery of a Supplemental Indenture and an Amendment to Loan Agreement; Repealing Action Heretofore Taken in Conflict Herewith; and Authorizing Officials of the Authority to Do All Other Things Necessary or Advisable to Complete the Transactions Authorized in This Resolution.
<b>Borrower(s)</b>	Ivy Academia Entrepreneurial Charter School
<b>Borrower Description</b>	<p>Ivy Academia was founded in 2004 and serves youth in the San Fernando Valley. Ivy Academia has nearly 700 students enrolled at two campuses located in Woodland Hills and West Hills and projects the enrollment growth over 1200 students by 2022. Ivy Academia strives to provide a college preparatory education that ensures college readiness, and provides their students an alternative choice, focused on developing entrepreneurial skills for their public-school education. Ivy Academia’s innovative efforts are capitalizing on an entrepreneurial skill set and raising awareness around the need for small, high-quality public elementary, middle and high schools.          Website: <a href="https://www.ivyacademia.com/">https://www.ivyacademia.com/</a></p> <p>In June 2018, the Authority issued its Educational Facility Revenue Bonds (Ivy Academia Project) for Series 2018A (\$19,055,000), Series 2018B (\$4,800,000), and Series 2018C (\$1,025,000) to finance or refinance the Borrower’s costs of acquisition, renovation, improvement, furnishing and equipping of certain public charter school facilities located at 5975 Shoup Avenue, Woodland Hills, California 91367; funding a debt service reserve fund for the Bonds; paying capitalized interest on the Bonds; and for paying issuance fees. With this Second Amendment to the Loan Agreement and Supplemental Indenture, the Borrower desires to increase the par amount of the Series 2018B Bonds from \$4,800,000 to \$4,920,000; to provide for the transfer of the reduction in the Reserve Account Requirement at the Conversion Date to the Project Fund; and to provide for the replenishment of the Operating Account upon a withdrawal of funds from the Operating Account on July 1, 2019.</p>
<b>Public Benefits</b>	The tax-exempt financing and amendment allow Ivy Academia to realize savings that can be put back into its operations.
<b>Eligibility and Policy Review</b>	<p>CEDA staff has reviewed the project. The proposed financing is eligible pursuant to state and federal law and addresses the objectives contained in CEDA’s Bond Issuance Policies and Procedures</p> <ul style="list-style-type: none"> <li>■ The Borrower is capable of meeting the obligations incurred under the financing documents;</li> <li>■ The Payments to be made are adequate to pay the expenses of CEDA in connection with the financing and to pay debt service;</li> <li>■ Proposed financing is appropriate for the project.</li> </ul>
<b>Recommendation</b>	Staff recommends approval of Resolution No. 19-54 of the California Enterprise Development Authority Authorizing and Approving the Execution and Delivery of a Supplemental Indenture and an Amendment to Loan Agreement; Repealing Action Heretofore Taken in Conflict Herewith; and Authorizing Officials of the Authority to Do All Other Things Necessary or Advisable to Complete the Transactions Authorized in This Resolution.

## **RESOLUTION 19-55**

### **A RESOLUTION OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY MAKING CERTAIN FINDINGS AND DETERMINATIONS IN CONNECTION WITH AND CONFIRMING THE REPORT REGARDING THE ESTABLISHMENT OF A CONTRACTUAL ASSESSMENT PROGRAM TO FINANCE INSTALLATION OF DISTRIBUTED GENERATION RENEWABLE ENERGY SOURCES, ENERGY EFFICIENCY, SEISMIC RETROFITS, ELECTRIC VEHICLE CHARGING INFRASTRUCTURE AND WATER EFFICIENCY IMPROVEMENTS; CONFIRMING ASSESSMENTS TO BE LEVIED WITHIN THE PARAMETERS OF THE REPORT; AND TAKING CERTAIN OTHER ACTIONS**

#### **CITY OF LYNWOOD**

**WHEREAS**, on May 23, 2019, the Board of Directors (the “Board of Directors”) of the California Enterprise Development Authority, a joint powers financing agency organized and existing pursuant to the Marks Roos Local Bond Pooling Act (“CEDA”), adopted a resolution declaring its intention to order the implementation of a contractual assessment program to finance the installation of distributed generation renewable energy sources, energy efficiency, seismic retrofits, electric vehicle charging infrastructure and water efficiency improvements (the “Resolution of Intention”) pursuant to Chapter 29 of Part 3 of Division 7 of the California Streets and Highways Code (the “Act”); and

**WHEREAS**, Chapter 29 authorizes CEDA to enter into contractual assessments to finance the installation of Authorized Improvements in the City of Lynwood (the “City”); and

**WHEREAS**, the Resolution of Intention directed Dividend Finance, LLC (the “Program Administrator”) to prepare and file with the Board of Directors a report (the “Report”) in accordance with Section 5898.22 of the Act, and the Program Administrator has filed said Report with the Board of Directors; and

**WHEREAS**, the Resolution of Intention set the time and place for a hearing on the proposed Figtree Property Assessed Clean Energy Program (“PACE Program”) described in the Report; and

**WHEREAS**, the Resolution of Intention described the proposed arrangements for funding which may include bonds, notes or other forms of indebtedness. Indebtedness issued pursuant to the Act will be repaid by voluntary contractual assessments; and

**WHEREAS**, on June 27, 2019, following notice duly given in accordance with law, the Board of Directors held a full and fair public hearing on the Report, and matters relating thereto, at which interested persons were afforded the opportunity to comment upon, object to, or present evidence with regard to the proposed Figtree PACE Program or any of its particulars, including the extent of the area proposed to be included within PACE Program, the terms and conditions of the draft contract with landowners (as further described herein, the “Assessment Contract”) assessment, and the proposed financing provisions; and

**WHEREAS**, the Report sets forth each of the items required to be contained therein pursuant to Section 5898.22 of the Act; and

**WHEREAS**, the Board of Directors, having considered all oral and written testimony, desires to confirm the Report and proceed with the establishment of the Figtree PACE Program in the City of Lynwood;

**NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED BY THE BOARD OF DIRECTORS OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY AS FOLLOWS:**

**Section 1.** The recitals set forth hereinabove are true and correct in all respects.

**Section 2.** The Board of Directors finds and determines that all actions required to be taken and all conditions required to be satisfied prior to action by the Board of Directors pursuant to law, including the Act, have been taken and satisfied.

**Section 3.** The Board of Directors hereby confirms the Report and approves the formation of the contractual assessment program in connection with the PACE Program. The Board of Directors also confirms the levy of assessments for the financed amount of the improvements and approves a cost recovery annual administrative assessment to be added to the annual levy within the parameters of the Report. The Board of Directors directs the establishment of the PACE Program and the implementation thereof as provided in the Report and in accordance with the applicable law.

**Section 4.** The Program Administrator is directed to cause to be recorded in the office of the County Recorder in which a participating property resides, concurrently with the instrument creating the voluntary contractual assessment, a document entitled "Payment of Contractual Assessment Required" pursuant to Section 5898.24(d) of the Act. The County Recorder shall only be responsible for examining such document and determining that it contains the information required by Section 5898.24(d)(2)(A), (E) and (F) of the Act and for indexing the document under the names of the persons and entities identified in Section 5898.24(d)(2)(A) and (E) of the Act. The County Recorder shall not examine any other information contained in such document.

**Section 5.** The Board of Directors hereby designates the Program Administrator as the office responsible for annually preparing the current roll of assessment obligations by assessor's parcel number on property subject to a voluntary contractual assessment and directs the Program Administrator to establish procedures to promptly respond to inquiries concerning current and future estimated liability for a voluntary contractual assessment; provided that neither the Program Administrator nor the Board of Directors shall be liable if any estimate of future voluntary contractual assessment liability is inaccurate or for any failure of any seller to request notice pursuant to the Act or to provide the notice to a buyer.

**Section 6.** The Program Administrator is hereby authorized and directed to do all acts and things which may be required of him or her by this Resolution, or which may be necessary or desirable in carrying out the PACE Program as described in the Report, and all matters incidental thereto, including without limitation, to make clarifying changes to the Report; after consulting with counsel, to modify the draft application and the draft Assessment Contract set forth in the

Report; and to modify the schedule of eligible improvements attached to the Report as deemed necessary or desirable.

**Section 7.** This Resolution shall be effective upon its adoption by the Board of Directors.

The foregoing Resolution was on the 27<sup>th</sup> day of June 2019, adopted by the Board of Directors of the California Enterprise Development Authority.

CALIFORNIA ENTERPRISE  
DEVELOPMENT AUTHORITY

By: \_\_\_\_\_  
Gurbax Sahota, Chair

ATTEST:

By: \_\_\_\_\_  
Helen Schaubmayer, Assistant Secretary

## RESOLUTION 19-56

### **A RESOLUTION OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY MAKING CERTAIN FINDINGS AND DETERMINATIONS IN CONNECTION WITH AND CONFIRMING THE REPORT REGARDING THE ESTABLISHMENT OF A CONTRACTUAL ASSESSMENT PROGRAM TO FINANCE INSTALLATION OF DISTRIBUTED GENERATION RENEWABLE ENERGY SOURCES, ENERGY EFFICIENCY, SEISMIC RETROFITS, ELECTRIC VEHICLE CHARGING INFRASTRUCTURE AND WATER EFFICIENCY IMPROVEMENTS; CONFIRMING ASSESSMENTS TO BE LEVIED WITHIN THE PARAMETERS OF THE REPORT; AND TAKING CERTAIN OTHER ACTIONS**

#### **CITY OF PORT HUENEME**

**WHEREAS**, on May 23, 2019, the Board of Directors (the “Board of Directors”) of the California Enterprise Development Authority, a joint powers financing agency organized and existing pursuant to the Marks Roos Local Bond Pooling Act (“CEDA”), adopted a resolution declaring its intention to order the implementation of a contractual assessment program to finance the installation of distributed generation renewable energy sources, energy efficiency, seismic retrofits, electric vehicle charging infrastructure and water efficiency improvements (the “Resolution of Intention”) pursuant to Chapter 29 of Part 3 of Division 7 of the California Streets and Highways Code (the “Act”); and

**WHEREAS**, Chapter 29 authorizes CEDA to enter into contractual assessments to finance the installation of Authorized Improvements in the City of Port Hueneme (the “City”); and

**WHEREAS**, the Resolution of Intention directed Dividend Finance, LLC (the “Program Administrator”) to prepare and file with the Board of Directors a report (the “Report”) in accordance with Section 5898.22 of the Act, and the Program Administrator has filed said Report with the Board of Directors; and

**WHEREAS**, the Resolution of Intention set the time and place for a hearing on the proposed Figtree Property Assessed Clean Energy Program (“PACE Program”) described in the Report; and

**WHEREAS**, the Resolution of Intention described the proposed arrangements for funding which may include bonds, notes or other forms of indebtedness. Indebtedness issued pursuant to the Act will be repaid by voluntary contractual assessments; and

**WHEREAS**, on June 27, 2019, following notice duly given in accordance with law, the Board of Directors held a full and fair public hearing on the Report, and matters relating thereto, at which interested persons were afforded the opportunity to comment upon, object to, or present evidence with regard to the proposed Figtree PACE Program or any of its particulars, including the extent of the area proposed to be included within PACE Program, the terms and conditions of the draft contract with landowners (as further described herein, the “Assessment Contract”) assessment, and the proposed financing provisions; and

**WHEREAS**, the Report sets forth each of the items required to be contained therein pursuant to Section 5898.22 of the Act; and

**WHEREAS**, the Board of Directors, having considered all oral and written testimony, desires to confirm the Report and proceed with the establishment of the Figtree PACE Program in the City of Port Hueneme;

**NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED BY THE BOARD OF DIRECTORS OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY AS FOLLOWS:**

**Section 1.** The recitals set forth hereinabove are true and correct in all respects.

**Section 2.** The Board of Directors finds and determines that all actions required to be taken and all conditions required to be satisfied prior to action by the Board of Directors pursuant to law, including the Act, have been taken and satisfied.

**Section 3.** The Board of Directors hereby confirms the Report and approves the formation of the contractual assessment program in connection with the PACE Program. The Board of Directors also confirms the levy of assessments for the financed amount of the improvements and approves a cost recovery annual administrative assessment to be added to the annual levy within the parameters of the Report. The Board of Directors directs the establishment of the PACE Program and the implementation thereof as provided in the Report and in accordance with the applicable law.

**Section 4.** The Program Administrator is directed to cause to be recorded in the office of the County Recorder in which a participating property resides, concurrently with the instrument creating the voluntary contractual assessment, a document entitled "Payment of Contractual Assessment Required" pursuant to Section 5898.24(d) of the Act. The County Recorder shall only be responsible for examining such document and determining that it contains the information required by Section 5898.24(d)(2)(A), (E) and (F) of the Act and for indexing the document under the names of the persons and entities identified in Section 5898.24(d)(2)(A) and (E) of the Act. The County Recorder shall not examine any other information contained in such document.

**Section 5.** The Board of Directors hereby designates the Program Administrator as the office responsible for annually preparing the current roll of assessment obligations by assessor's parcel number on property subject to a voluntary contractual assessment and directs the Program Administrator to establish procedures to promptly respond to inquiries concerning current and future estimated liability for a voluntary contractual assessment; provided that neither the Program Administrator nor the Board of Directors shall be liable if any estimate of future voluntary contractual assessment liability is inaccurate or for any failure of any seller to request notice pursuant to the Act or to provide the notice to a buyer.

**Section 6.** The Program Administrator is hereby authorized and directed to do all acts and things which may be required of him or her by this Resolution, or which may be necessary or desirable in carrying out the PACE Program as described in the Report, and all matters incidental thereto, including without limitation, to make clarifying changes to the Report; after consulting with counsel, to modify the draft application and the draft Assessment Contract set forth in the

Report; and to modify the schedule of eligible improvements attached to the Report as deemed necessary or desirable.

**Section 7.** This Resolution shall be effective upon its adoption by the Board of Directors.

The foregoing Resolution was on the 27<sup>th</sup> day of June 2019, adopted by the Board of Directors of the California Enterprise Development Authority.

CALIFORNIA ENTERPRISE  
DEVELOPMENT AUTHORITY

By: \_\_\_\_\_  
Gurbax Sahota, Chair

ATTEST:

By: \_\_\_\_\_  
Helen Schaubmayer, Assistant Secretary



## CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

**Date:** June 27, 2019  
**To:** Board of Directors  
**From:** CALED Staff  
**Subject:** Formation of Assessment District in connection with the FIGTREE PACE Program in the City of Sacramento and confirming related Program Report.

### **RECOMMENDATION**

Approve Resolution No. 19-55 of the California Enterprise Development Authority Making Certain Findings and Determinations in Connection with and Confirming the Report Regarding the Establishment of a Contractual Assessment Program to Finance Installation of Distributed Generation Renewable Energy Sources, Energy Efficiency, Seismic Retrofits, Electric Vehicle Charging Infrastructure and Water Efficiency Improvements; Confirming Assessments to be Levied Within the Parameters of the Report; and Taking Certain Other Actions in the City of Lynwood.

Approve Resolution No. 19-56 of the California Enterprise Development Authority Making Certain Findings and Determinations in Connection with and Confirming the Report Regarding the Establishment of a Contractual Assessment Program to Finance Installation of Distributed Generation Renewable Energy Sources, Energy Efficiency, Seismic Retrofits, Electric Vehicle Charging Infrastructure and Water Efficiency Improvements; Confirming Assessments to be Levied Within the Parameters of the Report; and Taking Certain Other Actions in the City of Port Hueneme.

### **FISCAL IMPACT**

There are no fiscal impacts to the California Enterprise Development Authority from the adoption of the attached resolutions.

### **INTRODUCTION**

On Thursday, May 23, 2019, the Board of Directors approved Resolution of Intention for the Cities of Lynwood and Port Hueneme.

These Resolutions declared its intent to include the jurisdictions of the participating member entities in an energy and water efficiency district. The resolutions among other things, briefly described the proposed arrangements for funding the FIGTREE PACE Program and directed Dividend Finance, LLC, the Program Administrator, to prepare a report as required by AB 811. Subsequently, June 27, 2019 was set as the date for a public hearing on the Program.

The proposed Resolutions for each public entity are the final step in a two-step process necessary for the implementation of the FIGTREE PACE Program in participating member jurisdictions.

## **BACKGROUND**

The resolutions passed by CEDA declaring its intent also directed the program administrator to prepare and file with the CEDA board a Program report that complies with AB 811. AB 811 requires the report to provide all of the following:

1. A map showing the boundaries of the territories within which contractual assessments are proposed to be offered.
2. A draft contract specifying the terms and conditions that would be agreed upon by a property owner and the California Enterprise Development Authority.
3. A statement of CEDA policies concerning contractual assessments including all of the following:
  - a. Identification of types of facilities, distributed generation renewable energy sources, or energy efficiency improvements that may be financed through the use of contractual assessments.
  - b. Identification of the CEDA official authorized to enter into contractual assessments on behalf of the member jurisdiction.
  - c. A maximum aggregate dollar amount of contractual assessments.
  - d. A method for setting requests from property owners for financing through contractual assessments in priority order in the event that requests appear likely to exceed the authorization amount.
  - e. Description of criteria for determining the underwriting requirements.
  - f. Safeguards that will be used to ensure that the total annual property taxes and assessments on the property will not exceed 5 percent of the property's market value.
4. A plan for raising a capital amount required to pay for work performed pursuant to contractual assessments, including a statement of or method for determining the interest rate and time period during which contracting property owners would pay any assessment; and the apportionment of all or any portion of the costs incidental to financing, administration, and collection of the contractual assessment program among the consenting property owners and CEDA.
5. A report on the results of the consultations with the City Auditor-Controller's Office of each participating member jurisdiction regarding the additional fees that will be charged to the participating property owner for incorporating the proposed contractual assessments into the assessments of general taxes of the city on real property, and a plan for financing the payment of those fees.

The program report was prepared and filed as required.

Pursuant to AB 811, CEDA provided notice of the public hearing by publishing a notice once a week for two weeks in regional publications of participating members.

## **CONCLUSION**

Adoption of these Resolutions is the final step required by CEDA in the required assessment district proceedings. At the conclusion of adopting these Resolutions, the Program will commence accepting

applications for the provision of financing for participating property owners. Once a sufficient number of property owners have entered the Program, staff will bring before the board for approval the terms of the financing of the assessment districts.