

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

REGULAR MEETING
TELECONFERENCE MEETING NOTICE and AGENDA
LOCATIONS LISTED BELOW

10:30 A.M.
Thursday, August 16, 2012
Teleconference Phone Information
(712) 432-0075 - Conference Code: 514901

Call to Order and Roll Call

Approval of Minutes

1. Approve the Regular Meeting Minutes of July 12, 2012.

Action Items

2. Approve Resolution 12-25 Authorizing and Approving a Master Loan Agreement and Related Documents Benefitting the Schools of the Sacred Heart-San Francisco.
3. Approve Resolution 12-26 Authorizing and Approving the Associate Membership of the City of Kingsburg in the California Enterprise Development Authority.
4. Approve Resolution 12-27 Authorizing and Approving the Associate Membership of the City of Yuba City in the California Enterprise Development Authority.
5. Approve Resolution 12-28 Authorizing the Issuance of the California Enterprise Development Authority Assessment Bonds, Authorizing the Execution and Delivery of Related Bond Documents, Authorizing Actions Necessary to the Delivery of Such Bonds, Ratifying and Confirming the Resolutions of Intention, Ratifying and Confirming Resolutions Confirming the Program Report Approved on April 26, 2012 and May 31, 2012, Approving the Restated and Updated Figtree PACE Program Report Dated August 16, 2012.
6. Authorize the Chair of the Board of Directors, In Consultation With Counsel, To Initiate And Prosecute a Judicial Validation Proceeding With Respect to The Assessment Bonds, the Program, and Related Legal Documents.
7. Approve Retainer Agreement with Lewis, Brisbois, Bisgaard & Smith as Bond Counsel in Connection with the Figtree PACE Program.

Public Comment

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
550 Bercut Drive, Suite G
Sacramento, CA 95811

City of Eureka City Hall
531 K Street
Eureka, CA 95501

Tuolumne County EDA
99 North Washington St.
Sonora, CA 95370

City of Elk Grove
8401 Laguna Palms Way

City of Selma
1710 Tucker St.
Selma, CA 93662

Economic Development Collaborative-
Ventura County
1601 Carmen Drive, #215

550 Bercut Drive, Suite G, Sacramento, CA 95814 • (916) 448-8252, ext. 12

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

Elk Grove, CA 95758

Camarillo, CA 93010

City of Santa Rosa City Hall
100 Santa Rosa Avenue
Santa Rosa, CA 95404

City of Vista
200 Civic Center Dr.
Vista, CA 92084

This agenda can be obtained at 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. 12.

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

MINUTES

Regular Meeting

***TELECONFERENCE MEETING ***

CEDA BOARD OF DIRECTORS

Thursday, July 12, 2012

Teleconference Locations

California Association for Local Economic Development
550 Bercut Drive, Suite G
Sacramento, CA 95811

City of Selma
1710 Tucker St.
Selma, CA 93662

City of Santa Rosa City Hall
100 Santa Rosa Avenue
Santa Rosa, CA 95404

City of Vista
200 Civic Center Dr.
Vista, CA 92084

City of Eureka City Hall
531 K Street
Eureka, CA 95501

Tuolumne County EDA
99 North Washington St.
Sonora, CA 95370

Economic Development Collaborative-Ventura County
1601 Carmen Drive, #215
Camarillo, CA 93010

City of Elk Grove
8401 Laguna Palms Way
Elk Grove, CA 95758

Call to Order

Gurbax Sahota, Board Chair of the California Enterprise Development Authority, called the meeting to order at 10:33 am.

Roll Call

Members Present: Kevin Ham
DB Heusser
Kathy Millison
Gurbax Sahota
Randy Starbuck
Bruce Stenslie
Cindy Trobitz-Thomas

CALED Management/Staff

Present: Michelle Stephens
Rachael Alexander

Public Present: Sam Balisy, Bond Counsel, Kutak Rock LLP

Action Items

1. Approve the Regular Meeting Minutes of June 21, 2012.

Motion: Board Member, DB Heusser made the motion to approve the Regular Meeting Minutes of June 21, 2012. Board Member Kevin Ham seconded the motion on the floor and it passed with the following roll call vote:

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

2. Approve Resolution 12-21 Authorizing and Approving a Second Amendment to the Master Loan Agreement Benefitting the Chandler School.

Motion: *Board Member Randy Starbuck made the motion to approve Resolution 12-21. Board Member DB Heusser seconded the motion on the floor and it passed with the following roll call vote:*

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Michelle Stephens explained the history of this transaction to the Board. Board Member Kathy Millison asked if the capital improvements for this project had been completed. Bond Counsel, Sam Balisy answered that yes, the improvements have been finished.

3. Approve Resolution 12-22 Appointing an Assistant Secretary of the California Enterprise Development Authority.

Motion: *Board Member Kathy Millison made the motion to approve Resolution 12-22. Board Member Bruce Stenslie seconded the motion on the floor and it passed with the following roll call vote:*

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Board Chair, Gurbax Sahota explained that it is important to have someone in the CEDA offices that can sign in place of Secretary Larry Cope when timeliness is needed for transaction documents.

4. Approve Resolution 12-23 Authorizing and Approving the Associate Membership of the City of Clovis in the California Enterprise Development Authority.

Motion: *Board Member Kevin Ham made the motion to approve Resolution 12-23. Board Member DB Heusser seconded the motion on the floor and it passed with the following roll call vote:*

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Michelle Stephens explained that the City of Clovis has been working with Figtree and wants to become members of CEDA in order to take advantage of PACE Energy Efficiency financing. She also noted that as members, they would be able to provide their businesses with non-profit and manufacturing bond financing as well.

5. Approve Resolution 12-24 Authorizing and Approving the Associate Membership of the City of Elk Grove in the California Enterprise Development Authority.

Motion: Board Member DB Heusser made the motion to approve Resolution 12-24. Board Member Kevin Ham seconded the motion on the floor and it passed with the following roll call vote:

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Abstain
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Michelle Stephens explained that much like the City of Clovis, the City of Elk Grove has also been working with Figtree to become members of CEDA in order to take advantage of PACE Energy Efficiency financing. Like Clovis, Elk Grove will be able to provide their businesses with non-profit and manufacturing bond financing. Randy Starbuck abstained from this vote because of his position as Economic Development Director with the City of Elk Grove.

6. Approve Additional Contribution of \$12,000 to the California Association for Local Economic Development because of significant changes in service as stated in the Management Agreement, Section 4, Item d.

Motion: Board Member Bruce Stenslie made the motion to approve the additional contribution. Board Member DB Heusser seconded the motion on the floor and it passed with the following roll call vote:

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Board Chair, Gurbax Sahota explained that this one-time payment was needed because of unanticipated additional work needed to secure the Figtree partnership. Board Member Kathy Millison asked if \$12,000 was sufficient to cover the costs incurred. Ms. Sahota answered that it is and also mentioned that she and Board Treasurer Larry Cope had discussed the probability of asking for additional funds earlier in the year. Board Member Bruce Stenslie asked if there was a discussion regarding changing the percentage that CALED is paid in the management agreement but Ms. Sahota said that it would not be necessary to change the percentages and additional fees were not anticipated.

7. Approve the fiscal year 2012-2013 Budget & Management Agreement of the California Enterprise Development Authority.

Motion: Board Member DB Heusser made the motion to approve the 2012-2013 Budget & Management Agreement. Board Member Kevin Ham seconded the motion on the floor and it passed with the following roll call vote:

Kevin Ham	Aye
DB Heusser	Aye
Kathy Millison	Aye
Gurbax Sahota	Aye
Randy Starbuck	Aye
Bruce Stenslie	Aye
Cindy Trobitz-Thomas	Aye

Discussion: Board Chair, Gurbax Sahota gave the board background information on the budget and explained that it is a conservative budget and that the numbers were based on conversations with CEDA's main partners, Dan Bronfman and Sam Balisy. Bond Counsel, Sam Balisy noted that there are a few projects in the pipeline but that there is competition in the bond market currently and CEDA is competing well for projects. He also mentioned that CEDA recently acquired a new project, the Music Academy of the West. Mr. Balisy felt that a conservative budget approach is best for this fiscal year.

Public Comment

Chair Report

CEDA Chair, Gurbax Sahota noted that it is her first meeting and she is excited to work with CEDA in a leadership role.

PACE Report

Michelle Stephens said that she recently had a discussion with a CALED member regarding the possibility of some northern counties becoming CEDA members to take advantage of PACE financing. She said that she put this member in touch with Figtree and would be checking in to see how that process was progressing.

Board Chair Gurbax Sahota mentioned a recent discussion with Chris McKenzie of the CA League of Cities about possible future collaborations on legislation.

Other Business

Adjournment

Motion: Board Member Cindy Trobitz-Thomas moved to adjourn the meeting. Board Member Kevin Ham seconded the motion. The motion passed unanimously by voice vote.

Board Chair, Gurbax Sahota adjourned the meeting at 10:49 am.

Staff Report

Action Requested	Approve Resolution 12-25 of the California Enterprise Development Authority Authorizing and Approving a Master Loan Agreement With First Republic Bank and Schools Of The Sacred Heart–San Francisco Pursuant To Which The California Enterprise Development Authority Will Make A Loan In An Amount Not To Exceed \$29,000,000 For The Purpose Of Refinancing The Currently Outstanding ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools Of The Sacred Heart–San Francisco), Series 2008 A, And ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools Of The Sacred Heart–San Francisco), Series 2008 B, For The Benefit Of Schools Of The Sacred Heart–San Francisco, Providing The Terms And Condition For Such Master Loan Agreement And Other Matters Relating Thereto Herein Specified.
Borrower(s)	Schools of the Sacred Heart-San Francisco (the “Borrower”).
Borrower Description	<p>The Borrower is an independent school located in the Pacific Heights neighborhood of San Francisco. Founded in 1887, it has been in its present location on Broadway Street since 1940. Sacred Heart consists of four schools: Convent of the Sacred Heart Elementary School (K-8 for girls), Stuart Hall for Boys (K-8 for boys), Convent of the Sacred Heart High School (9-12 for girls), and Stuart Hall High School (9-12 for boys).</p> <p>Over the past 12 years, campus improvements and expansions have taken place and were financed through tax-exempt bond financing. The current issuance will refinance previous debt to gain rate stability and economic savings. The new bonds will generate approximately \$3.6 million in net present value savings and will fix costs through maturity.</p>
Public Benefits	The Borrower is expected to provide significant benefits to the residents of the City and surrounding communities and will also create and retain employment opportunities for residents of the City and surrounding communities over the long term.
Eligibility and Policy Review	<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 Polices and Procedures</p> <ul style="list-style-type: none"> ■ The payments to be made under the bond documents are adequate to pay the expenses of CEDA in connection with the financing and to pay debt service. ■ Proposed financing is appropriate for the project.
Recommendation	Staff recommends approval of Resolution 12-25, which authorizes a Loan Agreement Pursuant to which the California Enterprise Development Authority will make a Loan in an Amount Not to Exceed \$29,000,000 For The Purpose Of Refinancing The Currently Outstanding ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools Of The Sacred Heart–San Francisco), Series 2008 A, And ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools Of The Sacred Heart–San Francisco), Series 2008 B, For The Benefit Of Schools Of The Sacred Heart–San Francisco, Providing The Terms And Condition For Such Master Loan Agreement And Other Matters Relating Thereto Herein Specified.

RESOLUTION NO. 12-25

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

RESOLUTION OF THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY AUTHORIZING AND APPROVING A MASTER LOAN AGREEMENT WITH FIRST REPUBLIC BANK AND SCHOOLS OF THE SACRED HEART–SAN FRANCISCO PURSUANT TO WHICH THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY WILL MAKE A LOAN IN AN AMOUNT NOT TO EXCEED \$29,000,000 FOR THE PURPOSE OF REFINANCING THE CURRENTLY OUTSTANDING ABAG FINANCE AUTHORITY FOR NONPROFIT CORPORATIONS VARIABLE RATE REFUNDING REVENUE BONDS (SCHOOLS OF THE SACRED HEART–SAN FRANCISCO), SERIES 2008 A, AND ABAG FINANCE AUTHORITY FOR NONPROFIT CORPORATIONS VARIABLE RATE REFUNDING REVENUE BONDS (SCHOOLS OF THE SACRED HEART–SAN FRANCISCO), SERIES 2008 B, FOR THE BENEFIT OF SCHOOLS OF THE SACRED HEART–SAN FRANCISCO, PROVIDING THE TERMS AND CONDITIONS FOR SUCH MASTER LOAN AGREEMENT 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;

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”) which are determined by the Authority to satisfy certain criteria (each, an “Eligible Organization”);

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 and County of San Francisco (the “City”) is an associate member of the Authority; and

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

WHEREAS, Schools of the Sacred Heart–San Francisco, a California nonprofit public benefit corporation (the “Borrower”), wishes to refinance the ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools of the Sacred Heart–San Francisco), Series 2008 A, currently outstanding in the aggregate principal amount of \$14,785,000, and the ABAG Finance Authority For Nonprofit Corporations Variable Rate Refunding Revenue Bonds (Schools of the Sacred Heart–San Francisco), Series 2008 B, currently outstanding in the aggregate principal amount of \$10,050,000 (collectively, the “Prior Bonds”), which Prior Bonds refinanced certain outstanding revenue bonds issued by ABAG Finance Authority for Nonprofit Corporations on behalf of the Borrower; and

WHEREAS, there has been filed with the Secretary of the Authority a proposed form of a (i) Master Loan Agreement (the “Master Loan Agreement”), by and among First Republic Bank, as lender (the “Lender”), the Authority and the Borrower, and (ii) Assignment Agreement (the “Assignment Agreement”) between the Authority and the Lender; and

WHEREAS, the Authority intends to use the proceeds of a tax-exempt loan from the Lender to the Authority (the “Authority Loan”) in an amount not to exceed \$29,000,000 to make a loan of equal amount to the Borrower (the “Borrower Loan”); and

WHEREAS, the Borrower is expected to provide significant benefits to the residents of the City and surrounding communities and will also create and retain employment opportunities for residents of the City and surrounding communities over the long term;

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the California Enterprise Development Authority (the “Board”), as follows:

Section 1. The Board hereby finds and determines that the foregoing recitals are true and correct. The Board finds that it is in the public interest to assist the Borrower in refinancing the Prior Bonds.

Section 2. The Authority hereby approves of the entering into the Authority Loan on a tax-exempt basis and using the proceeds thereof to make the Borrower Loan pursuant to the terms and provisions of the Master Loan Agreement. The Authority understands that the payments under the Borrower Loan will be assigned to the Lender to satisfy the Authority’s payments under the Authority Loan. The payments to be made by the Authority to the Lender under the Authority Loan will be satisfied solely from payments made by the Borrower to the Lender (as assignee of Authority) under the Borrower Loan.

Section 3. The proposed form of the Master Loan Agreement by and among the Authority, the Lender and the Borrower, on file with the Secretary of the Authority, is hereby approved in substantially the form presented to and considered at the meeting of the Board. 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 Master 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. The Secretary or Assistant Secretary of the Authority is authorized to attest the execution of the Master Loan Agreement.

Section 4. The proposed form of the Assignment Agreement executed by the Borrower in favor of the Lender and the Authority, on file with the Secretary of the Authority, is hereby approved. Each of 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 Assignment 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 5. The Authority hereby approves the Authority Loan on a tax-exempt basis and the making of the Borrower Loan to the Borrower in an amount not to exceed \$29,000,000 in accordance with the terms of and to be secured by the Master Loan Agreement. Repayment of the principal of, premium, if any, and the interest on, the Authority Loan shall be made solely from the revenues to be received by the Authority from the Borrower Loan pursuant to the Master Loan Agreement, and the Authority Loan shall not be deemed to constitute a debt or liability of the State or any political subdivision thereof. The Authority Loan shall bear interest at the rate or rates set forth in the Master Loan Agreement.

Section 6. All assignments, consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution, whether before or after the borrowing of amounts from the Lender and the making of the Borrower Loan to the Borrower, any of the foregoing which may be necessary or desirable in connection with any default under or amendment of such documents, any transfer or other disposition of the property financed by the Prior Bonds, any assignment by Lender to an affiliate of Lender or qualified institutional buyer or any prepayment of the Borrower Loan, may be given or taken by the Chair or Vice Chair 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 7. All actions heretofore taken by the officials and agents of the Authority with respect to the Authority Loan and the Borrower Loan are hereby approved, confirmed and ratified, and the officials of the Authority 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 may deem necessary or advisable in order to consummate the Borrower Loan and the Authority Loan 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.

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.

This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED this August 16, 2012.

CALIFORNIA ENTERPRISE
DEVELOPMENT AUTHORITY

By: _____
Gurbax Sahota, Chair

ATTEST:

Michelle Stephens, 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 August 16, 2012.

Michelle Stephens, Assistant Secretary

Staff Report

Action Requested	Approve Resolution 12-26 of the California Enterprise Development Authority Approving Associate Membership by the City of Kingsburg in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to Associate Membership of the City in the Authority.
Prior Actions	On August 1, 2012, the City Council of the City of Kingsburg approved becoming an associate member in the California Enterprise Development Authority.
Public Benefits	Adoption of Resolution 12-26 will allow CEDA to issue bonds and other tax-exempt financings within the City of Kingsburg. 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.
Recommendation	Staff recommends approval of Resolution 12-26, which authorizes and approves the Associate Membership by the City of Kingsburg in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to Associate Membership of the City in the Authority.

RESOLUTION NO. 12-26

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

RESOLUTION APPROVING ASSOCIATE MEMBERSHIP BY THE CITY OF KINGSBURG 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 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;

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 Kingsburg (the “City”) wishes 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; and

WHEREAS, the Board of Directors desires to admit the City 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 City 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 City. 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 City are hereby ratified and confirmed.

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

PASSED AND ADOPTED this 16th day of August, 2012.

CALIFORNIA ENTERPRISE
DEVELOPMENT AUTHORITY

By: _____
Gurbax Sahota, Chair

ATTEST:

By: _____
Michelle Stephens, Assistant Secretary

I, the undersigned, the duly appointed and qualified Assistant Secretary of the California Eenterprise 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 August 16, 2012.

Michelle Stephens, Assistant Secretary

Staff Report

Action Requested	Approve Resolution 12-27 of the California Enterprise Development Authority Approving Associate Membership by the City of Yuba City in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to Associate Membership of the City in the Authority.
Prior Actions	On June 19, 2012, the City Council of the City of Yuba City approved becoming an associate member in the California Enterprise Development Authority.
Public Benefits	Adoption of Resolution 12-27 will allow CEDA to issue bonds and other tax-exempt financings within the City of Yuba City. 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.
Recommendation	Staff recommends approval of Resolution 12-27, which authorizes and approves the Associate Membership by the City of Yuba City in the California Enterprise Development Authority and the Execution of an Associate Membership Agreement Relating to Associate Membership of the City in the Authority.

RESOLUTION NO. 12-27

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

RESOLUTION APPROVING ASSOCIATE MEMBERSHIP BY THE CITY OF YUBA CITY 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 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;

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 Yuba City (the “City”) wishes 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; and

WHEREAS, the Board of Directors desires to admit the City 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 City 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 City. 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 City are hereby ratified and confirmed.

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

PASSED AND ADOPTED this 16th day of August, 2012.

CALIFORNIA ENTERPRISE
DEVELOPMENT AUTHORITY

By: _____
Gurbax Sahota, Chair

ATTEST:

By: _____
Michelle Stephens, Assistant Secretary

I, the undersigned, the duly appointed and qualified Assistant Secretary of the California Eenterprise 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 August 16, 2012.

Michelle Stephens, Assistant Secretary