

MINUTES

**California Pollution Control Financing Authority
915 Capitol Mall, Room 587
Sacramento, California
March 15, 2016**

1. CALL TO ORDER & ROLL CALL

Mr. Alan Gordon, Chairperson, called the California Pollution Control Financing Authority (CPCFA or Authority) meeting to order at 11:00 a.m.

Members Present: Todd Jerue for Michael Cohen, Director of Finance
Anne Baker for Betty Yee, State Controller
Alan Gordon for John Chiang, State Treasurer

Staff Present: Patricia Crowson, Treasury Program Manager II

Quorum: The Chairperson declared a quorum

2. MINUTES

Mr. Alan Gordon asked if there were any questions or comments concerning the meeting minutes from the meeting held February 16, 2016. There were none.

Mr. Todd Jerue moved approval of the minutes; upon a second, the minutes were unanimously approved.

The item was passed by the following vote:

Todd Jerue for the Director of Finance	Aye
Anne Baker for the State Controller	Aye
Alan Gordon for the State Treasurer	Aye

3. EXECUTIVE DIRECTOR'S REPORT

Mrs. Patricia Crowson stated that there were several items to report on from the Executive Director Delegation of Authority Log.

Mrs. Crowson started her report with an update on the CALReUSE remediation program and the Miramar Village Project. CPCFA had allocated \$510,338 which fully funded the grant agreement. In 2009, the project was awarded a grant in the amount of \$2,075,653 however only \$150,415 was available at the time of approval. The remaining amount of \$1,928,258 to be made available when additional funding became available. In 2010 and 2011 CPCFA allocated an additional \$1,414,900 to the project, leaving the balance of \$510,338 to be

funded.

Mrs. Crowson proceeded to report on the interagency agreement between the CPCFA and the STO. The amount was \$170,387. The purpose was to reimburse the STO for annual building rent, security, expenses and other related costs incurred by STO for CPCFA.

Mrs. Crowson reported on another interagency agreement for the CALReUSE remediation program and the Department of Toxic Substances Control. This was an amendment for an additional two years of service, ending on March 10, 2018. Currently there is \$207,609.72 remaining available on the agreement.

Mrs. Crowson reported on another interagency agreement for the CALReUSE assessment program and the Department of Toxic Substances Control. This agreement was extended for another 2 years ending on May 31, 2018. Currently there is \$26,474.92 remaining available on the agreement.

Mrs. Crowson explained that the Department of Toxic Substances Control provides technical environmental assistance to CPCFA through the review of project applications, project disbursement requests, and final reports for the CALReUSE remediation and assessment programs.

In a personnel update, Mrs. Crowson welcomed Bianca Smith, who joined the Authority as a Treasury Program Manager I. Ms. Smith previously worked with CHFFA for almost three years and was working on the Peer Respite Program. Prior to her state employment, Ms. Smith was a Financial Officer for Nationwide Credit and Mortgage Funding Company for approximately 12 years.

Mrs. Crowson concluded her report by stating CPCFA staff has provided a copy of the Tax-Exempt Bond Program Annual Report which was due to the legislature by March 31, 2016.

4. BUSINESS ITEMS

A. REQUEST TO APPROVE INITIAL RESOLUTION REFLECTING OFFICIAL INTENT TO ISSUE REVENUE BONDS/NOTES

1. Tri-City Economic Development Corporation dba Tri-CED Community Recycling and/or its Affiliates
Presented by: Kris Luoma

Staff introduced Robert Feyer of Orrick, Herrington, & Sutcliffe

Tri-City Economic Development Corporation dba Tri-CED Community Recycling and/or its Affiliates requested approval of an Initial Resolution for an amount not to exceed \$3,723,579 to purchase equipment including seven compressed natural gas (CNG) fully automated side loaders, one utility pickup truck, and a truck scale, and pay for upgrades to the existing security system, fleet management software and upgrade all

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office equipment and work stations.

Staff recommended approval of Initial Resolution No. 16-03 for Tri-City Economic Development Corporation dba Tri-CED Community Recycling and/or its Affiliates for an amount not to exceed \$3,723,579.

Mr. Alan Gordon asked Mr. Feyer if he would like to add anything.

Mr. Feyer replied that this was the fourth financing for the company going back to the late 1990's. The company plans to come to the final resolution in the following month.

Mr. Todd Jerue moved approval of the item; there was a second.

Mr. Alan Gordon asked if there were any questions or comments from the Board or public. There were none.

The item was passed by the following vote:

Todd Jerue for the Director of Finance	Aye
Anne Baker for the State Controller	Aye
Alan Gordon for the State Treasurer	Aye

2. Mottra Corporation, CalMet Services, Inc. and/or its Affiliates
Presented by: Andrea Gonzalez

Staff introduced Mark Holmstedt of Westhoff, Cone & Holmstedt and Robert Feyer of Orrick, Herrington, & Sutcliffe

Mottra Corporation, CalMet Services, Inc. and/or its Affiliates requested approval of an Initial Resolution for an amount not to exceed \$8,250,000.

The company will be utilizing note proceeds for the acquisition of residential CNG-fueled automated side-loaders and commercial front-loaders for the collection, processing, recycling, transportation, and disposal of solid waste. All of the trucks to be purchased will be operated and maintained at the Paramount City facility and will service the City of Downey. The project also included the purchase of residential carts and cart assembly, delivery and removal.

Staff recommended approval of Initial Resolution No. 16-05 for Mottra Corporation, CalMet Services, Inc. and/or its Affiliates for an amount not to exceed \$8,250,000.

Mr. Todd Jerue moved approval of the item; there was a second.

Mr. Alan Gordon asked if there were any questions or comments from the Board or public. There were none.

The item was passed by the following vote:

Todd Jerue for the Director of Finance	Aye
Anne Baker for the State Controller	Aye
Alan Gordon for the State Treasurer	Aye

B. REQUEST TO APPROVE FINAL RESOLUTION AUTHORIZING THE ISSUANCE OF NEW AND REFUNDING REVENUE NOTES, SMALL BUSINESS ASSISTANCE FUND (SBAF) COSTS OF ISSUANCE ASSISTANCE AND TAX-EXEMPT VOLUME CAP ALLOCATION

Alameda County Industries, Inc. and/or its Affiliates
Presented by: Andrea Gonzalez

Staff introduced Mark Holmstedt of Westhoff, Cone & Holmstedt

Alameda County Industries, Inc. and/or its Affiliates requests approval of a Final Resolution for an amount not to exceed \$16,580,000, Volume Cap Allocation for an amount not to exceed \$3,780,000 and assistance from the Small Business Assistance Fund (SBAF) in the amount of \$190,480.

The company requests approval of a Final Resolution to refund the outstanding Series 2000A Bonds and 2012 Bonds in the aggregate principal amount of \$12,800,000. ACI also requests approval of Volume Cap Allocation in the amount of \$3,780,000 to finance or refinance the construction of MRF improvements and the acquisition and installation, if any, of new rolling stock, storm water equipment for the collection, processing, transfer and recycling of solid waste.

Staff recommends approval of Final Resolution No. 552 for an amount not exceed \$16,580,000, Volume Cap Allocation Resolution No. 13-111-02 for an amount not to exceed \$3,780,000, and a SBAF Resolution in an amount not to exceed \$190,480 for Alameda County Industries, Inc. and/or its Affiliates.

Ms. Anne Baker moved approval of the item; there was a second.

Mr. Alan Gordon asked if there were any questions or comments from the Board or public. There were none.

The item was passed by the following vote:

Todd Jerue for the Director of Finance	Aye
Anne Baker for the State Controller	Aye
Alan Gordon for the State Treasurer	Aye

C. REQUEST FOR AUTHORITY CONSENT TO ASSIGNMENT OF LOAN AGREEMENT AND SUBSTITUTE LETTER OF CREDIT AND RELATED ACTIONS

Cornelius A. and Eleanor Jane Vanderham Family Trust and J & D Wilson & Sons Dairy/Dry Creek Holdings, LLC and/or its Affiliates
Presented by: Lyudmila Farbitnikova

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Staff introduced Robert Feyer of Orrick, Herrington, & Sutcliffe

The Cornelius A. and Eleanor Jane Vanderham Family Trust and/or its Affiliates requested CPCFA consent to the following:

- I. Transfer of the Project and assignment of the Loan Agreement from Cornelius A. and Eleanor Jane Vanderham Family Trust (Borrower) to Dry Creek Holdings, LLC (formerly J & D Wilson & Sons Dairy);
- II. An alternate Letter of Credit; and
- III. Other actions related to (I) and (II).

Staff recommended Board approval of the consents to the assignment of the Loan Agreement, the substitution of the Letter of Credit for the Vanderham/Dry Creek Holding, LLC Project and execution of a First Supplemental Indenture.

Mr. Todd Jerue moved approval of the item; there was a second.

Mr. Alan Gordon asked if there were any questions or comments from the Board or public. There were none.

The item was passed by the following vote:

Todd Jerue for the Director of Finance	Aye
Anne Baker for the State Controller	Aye
Alan Gordon for the State Treasurer	Aye

5. PUBLIC COMMENT

Mr. Alan Gordon asked if there were any comments from the public. There were none.

6. ADJOURNMENT

There being no further business, public comments, or concerns, the meeting adjourned at 11:11 a.m.

Respectfully submitted,

Reneé Webster-Hawkins
Executive Director