

**Golden State Finance
Authority (GSFA)
Multi-Family Review and Approval Action
Team Meeting**



**Wednesday, August 8, 2018
10:00 A.M.**

**1215 K Street, Suite 1650
Sacramento CA 95814
916-447-4806**



**Golden State Finance Authority (GSFA)
Multi-Family Review and Approval Action Team Meeting
Wednesday, August 8, 2018
10:00 a.m.
(916) 384-1601 Conference Line
1215 K Street Suite 1650
Sacramento, CA 95814**

AGENDA

Multi Family Review and Approval Action Team Members:

Supervisor Kevin Cann, Mariposa County
Supervisor Diane Dillon, Napa County
Supervisor Randy Hanvelt, Tuolumne County
Supervisor Bob Williams, Tehama County
Supervisor Rex Bohn, Humboldt County

Member:

Supervisor Kevin Cann
Supervisor Randy Hanvelt
Supervisor Rex Bohn
Supervisor Bob Williams
Supervisor Diane Dillon

Teleconference Address

5100 Bullion Street, Mariposa, CA
2 South Green Street, Sonora, CA
825 5th Street, #111, Eureka, CA
727 Oak Street, Red Bluff, CA 96080

- 1. Call to Order & Determination of Quorum**
Supervisor Kevin Cann, Mariposa County
- 2. Public Testimony**
Presentation only of any matters of concern to the general public
- 3. Approval of the Minutes of the August 18, 2017 Meeting** **Page 1**
- 4. Resolution 2018-04: Official Intent to Issue Multi-Family Housing Revenue Bonds – ACTION** **Page 3**
Craig Ferguson, Deputy Director
- 5. Adjournment**

Meeting facilities are accessible to persons with disabilities. By request, alternative agenda document formats are available to persons with disabilities. To arrange an alternative agenda document format or to arrange aid or services to modify or accommodate persons with a disability to participate in a public meeting, please call Sarah Bolnik at (916) 384-1619 at least 48 hours before the meeting.

Agenda items will be taken as close as possible to the schedule indicated. Any member of the general public may comment on agenda items at the time of discussion. In order to facilitate public comment, please let staff know if you would like to speak on a specific agenda item.

**Golden State Finance Authority (GSFA)
Multi-Family Review and Approval Action Team Meeting
Friday, August 18, 2017
10:00 a.m.
Teleconference: (866)398-9973 - Passcode:169254
1215 K Street Suite 1650
Sacramento, CA 95814**

Minutes

Multi-Family Review and Approval Action Team:

Supervisor Rex Bohn, Humboldt County
Supervisor Kevin Cann, Mariposa County
Supervisor Diane Dillon, Napa County
Supervisor Les Baugh, Shasta County
Supervisor Randy Hanvelt, Tuolumne County

Call to Order and Determination of Quorum

GSFA Chair, Supervisor Kevin Cann, Mariposa County, called the Golden State Finance Authority Multi-Family Review and Approval Action Team Meeting to order at 10:03 a.m. A quorum was determined at that time, those present were as follows:

Supervisors Present via Teleconference

Supervisor Rex Bohn, Humboldt County, 825 Fifth Street, Room 111, Eureka, CA
Supervisor Kevin Cann, Mariposa County, 5100 Bullion Street, Mariposa, CA
Supervisor Randy Hanvelt, Tuolumne County, 2 South Green Street, Sonora, CA

Absent Members

Supervisor Diane Dillon, Napa County
Supervisor Les Baugh, Shasta County

Staff in Attendance

Craig Ferguson, Deputy Director
Sarah Bolnik, Business Development

Approval of Minutes of the May 12, 2017 Meeting

(Team Members absent from the meeting will be recorded as abstained unless indicated otherwise)

Supervisor Randy Hanvelt, Tuolumne County, motioned to approve the minutes of the May 12, 2017 GSFA Multi-Family Review and Approval Action Team Meeting. Supervisor Rex Bohn, Humboldt County, seconded the motion. Motion passed by the following roll call vote:

Aye: Humboldt County; Mariposa County; Tuolumne County

Nay: 0

Absent: Napa County; Shasta County

GSFA Resolution 2017-08: Authorizing the Issuance and Delivery of Multi-Family Housing Revenue Bonds: Montecito at Williams Ranch.

Craig Ferguson gave the Multi-Family Review and Approval Action team an overview of Resolution 2017-09. If approved, this Resolution would authorize the issuance of debt for the financing of multi-family housing project at Montecito at Williams Ranch.

Recommendation

It is recommended that GSFA Multi-Family Approval and Action team review and approve GSFA Resolution 2017-08.

Supervisor Randy Hanvelt, Tuolumne County, motioned to approve GSFA Resolution 2017-08. Supervisor Rex Bohn, Humboldt County, seconded the motion. Motion passed by the following roll call vote:

Aye: Humboldt County; Mariposa County; Tuolumne County

Nay: 0

Absent: Napa County; Shasta County

GSFA Resolution 2017-09: Authorizing the Issuance and Delivery of Multi-Family Housing Revenue Bonds: Vineyard Gardens Apartments

Craig Ferguson gave the Multi-Family Review and Approval Action team an overview of Resolution 2017-09. If approved, this Resolution would authorize the issuance of debt for the financing of multi-family housing project at Vineyard Gardens Apartments.

Recommendation

It is recommended that GSFA Multi-Family Approval and Action team review and approve GSFA Resolution 2017-09.

Supervisor Randy Hanvelt, Tuolumne County, motioned to approve GSFA Resolution 2017-09. Supervisor Rex Bohn, Humboldt County, seconded the motion. Motion passed by the following roll call vote:

Aye: Humboldt County; Mariposa County; Tuolumne County

Nay: 0

Absent: Napa County; Shasta County

Adjournment

Chair, Supervisor Kevin Cann, Mariposa County, adjourned the meeting of the GSFA Multi-Family Review and Approval Action Team at 10:08 a.m.



To: GSFA Multi-Family Review and Approval Action Team
From: Craig Ferguson, Deputy Director
Date: July 31, 2018
Re: **GSFA Resolution 2018-04:** Official Intent to Issue Multi-Family Housing Revenue Bonds – **ACTION**

Summary

The Multi-Family Review and Approval Action Team (the "Team") on behalf of the Governing Board of the Golden State Finance Authority (the "Authority") is being asked to adopt an inducement resolution relating to the issuance by the Authority of multifamily housing revenue bonds for the purpose of financing the construction or acquisition and rehabilitation, as applicable, of five multifamily or senior residential housing facilities located in jurisdictions that are members or associate members of the Authority (each a "Project" and collectively the "Projects"). The Projects are described on the attached exhibit.

There are several steps that must be taken before bonds can be issued for any Project. Prior to the issuance of bonds, the Project will need to receive "private activity bond" allocation from the California Debt Limit Allocation Committee ("CDLAC"). Several documents must be submitted with the CDLAC application for "private activity bond" allocation, including an inducement resolution of the bond issuer, that is, the Authority. The inducement resolution does two things, it demonstrates to CDLAC the willingness of the Authority to issue bonds for the Project if all issuance requirements are met, and it also addresses a requirement of the Internal Revenue Code of 1986, as amended (the "Tax Code") relating to reimbursement of costs. It is a requirement of the Tax Code that if costs of a project are to be reimbursed with proceeds of bonds issued after the work on the project has begun, then there should be a declaration of intent to issue bonds at the commencement of the process. For these reasons, it is common for an initial resolution of intent, also known as an inducement resolution, to be presented to the bond issuer to give preliminary approval for the bond issue.

An additional Tax Code requirement is that the "applicable elected representatives" of the jurisdiction in which a project to be financed with "private activity bonds" is situated adopt a resolution approving the issuance of such "private activity bonds" after a public hearing has been held which has been noticed in a newspaper of general circulation in such jurisdiction. The Boards of Supervisors of Sonoma, El Dorado and Contra Costa

counties, the member and associate member counties in which three of the Projects are located, and the City Councils of the Cities of Vallejo and Garden Grove, the associate member cities in which two of the Projects are located, are each being requested to adopt a resolution approving the issuance of bonds for the applicable Project in such jurisdiction, after the public hearing has been held. Each resolution will act as the approval by the “applicable elected representatives” with respect to the proposed Project in the applicable county or city. The CDLAC application for “private activity bond” allocation for a multifamily housing project requires the inclusion of each jurisdiction’s approval resolution, or if the resolution has not yet been adopted, an indication of when the approval resolution will be approved.

It is important to note that approval of an inducement resolution does not require that the Authority ultimately issue the bonds. The resolution includes a number of conditions that must be satisfied before the bonds can be issued, including such things as the developer obtaining the “private activity bond” allocation, the developer obtaining all permits for the project, compliance with all regulatory approvals, agreement between the developer and the bond purchaser, acceptable to the Authority, as to the terms of the bonds and security for the repayment of bonds, and final approval of the Authority of the issuance of the bonds by a subsequent resolution.

It is also important to note that the bonds for a Project, when issued, would not be secured by any form of taxation, or by any obligation of either the applicable county or the Authority. Neither would the debt represent or constitute a general obligation of either the Authority or the applicable county. The bonds would be payable solely from amounts received pursuant to the terms and provisions of financing agreements to be executed by the developer of the proposed housing project. In the financing documents the developer will also provide comprehensive indemnification to the Authority and its members and associate members, including the applicable county.

Recommendation

It is recommended that the GSFA Multi-Family Approval and Action team review and approve the following:

1. Resolution 2018-04 authorizing:

The issuance of debt for the financing of multi-family housing projects, the development and approval of financing structures, application procedures and the participation in any application required to assist a potential borrower in being awarded tax exempt volume cap by CDLAC.

Attachment(s)

- Exhibit A
- GSFA Resolution 18-04

EXHIBIT A

Project Name	Project Location	Units	Multifamily/ Senior Housing Project	Name of Initial Owner/Operator	Not To Exceed Bond Amount
Montevista Senior Apartments	City of San Pablo, County of Contra Costa	82	Senior Housing Project	Montevista San Pablo AR, L.P.	\$13,500,000
Placer Village Apartments	City of Placerville, County of El Dorado	76	Multifamily Housing Project	Placer Village Placerville AR, L.P.	\$8,300,000
Solano Vista Senior Apartments	City of Vallejo, County of Solano	96	Senior Housing Project	Solano Vista Vallejo AR, L.P.	\$5,500,000
Sungrove Senior Apartments	City of Garden Grove, County of Orange	82	Senior Housing Project	Sungrove Garden Grove AR, L.P.	\$11,000,000
Windsor Veterans Village	City of Windsor, County of Sonoma	60	Multifamily Housing Project	A0690 Windsor Development LLC	\$27,000,000

RESOLUTION NO. 2018-04

A RESOLUTION OF THE GOLDEN STATE FINANCE AUTHORITY SETTING FORTH THE AUTHORITY'S OFFICIAL INTENT TO ISSUE MULTIFAMILY HOUSING REVENUE BONDS TO UNDERTAKE THE FINANCING OF VARIOUS MULTIFAMILY AND SENIOR RENTAL HOUSING PROJECTS AND RELATED ACTIONS

WHEREAS, the Golden State Finance Authority (referred to herein as the "Authority") is authorized and empowered by the Title 1, Division 7, Chapter 5 of the California Government Code to issue multifamily housing revenue bonds pursuant to Part 5 (commencing with Section 52030) of the California Health and Safety Code (the "Act"), for the purpose of financing multifamily and senior rental housing projects; and

WHEREAS, Section 7.g of the Authority's Amended and Restated Joint Exercise of Powers Agreement, dated as of May 5, 2015, as the same may be amended (the "Agreement") provides that the Governing Board of the Authority (the "Board") has the authority, by resolution, to delegate any of its functions to one or more Delegates (as defined in the Agreement), and to cause any such authorized Delegates to take any actions and execute documents for and in the name and on behalf of the Board or the Authority;

WHEREAS, the Authority adopted Amended and Restated Resolution No. 2015-04 on August 19, 2015, authorizing the delegation of certain authority to review and approve matters relating to the financing of multifamily project applications on behalf of the Authority, including the making of loans and grants by the Authority, the issuance of conduit revenue bonds by the Authority and the execution of all documents relating to such financing on behalf of the Authority to the Authority's Multi-Family Review and Approval Action Team (the "Team");

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

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

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

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

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

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

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

NOW, THEREFORE, BE IT RESOLVED by the members of the Team, in the name of and on behalf of the Board and the Authority as follows:

1. The above recitals, and each of them, are true and correct.
2. The Authority hereby determines that it is necessary and desirable to provide financing for the Projects (including reimbursement of the Reimbursement Expenditures) by the issuance and sale of Bonds pursuant to the Act, as shall be authorized by resolution of the Authority at a meeting to be held for such purpose, in aggregate principal amounts not to exceed the amounts set forth in **Exhibit A**. This action is taken expressly for the purpose of inducing the Borrowers to undertake the Projects, and nothing contained herein shall be construed to signify that the Projects comply with the planning, zoning, subdivision and building laws and ordinances applicable thereto or to suggest that the Authority or any program participant, officer or agent of the Authority will grant any such approval, consent or permit that may be required in connection with the construction or acquisition and rehabilitation of the Projects, as applicable, or that the Authority will make any expenditures, incur any indebtedness, or proceed with the financing of the Projects.
3. This resolution is being adopted by the Authority for purposes of establishing compliance with the requirements of Section 1.103-8(a)(5) and Section 1.150-2 of the Treasury Regulations. In such regard, the Authority hereby declares its official intent to use proceeds of indebtedness to reimburse the Reimbursement Expenditures.
4. The officers and/or the program managers of the Authority are hereby authorized and directed to apply to the Committee for an allocation from the state ceiling of private activity bonds to be issued by the Authority for each of the Projects in an amount not to exceed the amounts set forth in **Exhibit A**, and to take any and all other actions as may be necessary or appropriate in connection with such application, including but not limited to the payment of fees, the posting of deposits and the provision of certificates, and any such actions heretofore taken by such officers and program managers are hereby ratified, approved and confirmed.

PASSED, APPROVED AND ADOPTED by the Golden State Finance Authority this July 31, 2018.

The undersigned, an Authorized Signatory of the Golden State Finance Authority, DOES HEREBY CERTIFY that the foregoing resolution was duly adopted by the Multi-Family Review and Approval Action Team of the Authority at a duly called meeting of the Multi-Family Review and Approval Action Team of the Authority held in accordance with law on July 31, 2018.

By: _____
Authorized Signatory

