

**CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY
BOND FINANCING PROGRAM
Meeting Date: November 18, 2009
Request for Initial Resolution**

Prepared by: *Samantha Russell*

Applicant: Pleasanton Garbage Service, Inc. and/or its Affiliates	Amount Requested: \$2,555,000
Project	Application No.: 00828(SB)
Location: Alameda County	Initial Resolution No.: 09-12

Summary. Pleasanton Garbage Service, Inc. and/or its Affiliates (the “Company”) requests approval of an Initial Resolution for an amount not to exceed \$2,555,000 to finance the acquisition and installation of new equipment and the purchasing of new Compressed Natural Gas (CNG) vehicles. The Company provides refuse and disposal services in Pleasanton, CA. The Company anticipates that the project will provide waste diversion, air quality, and water quality benefits.

Borrower. Pleasanton Garbage Service, Inc. was incorporated in 1968 in California. The Company is a solid waste collection, transfer, and disposal company working in Alameda County.

Amador Valley Industries, LLC is an affiliate company. Although not affiliates, Mr. Molinaro and Mr. Macchiano are shareholders or members of Alameda County Industries, Mission Trail, Santa Clara Valley Industries and Bay counties/Specialty.

The principal partners of the Company are as follows:

Robert Molinaro 1992 Trust	50%
Macchiano 1994 Trust	50%
Total:	<u>100%</u>

Legal Questionnaire. The Staff has reviewed the Company’s responses to the questions contained in the Legal Status portion of the Application. No information was disclosed that raises questions concerning the financial viability or legal integrity of this applicant.

Prior Actions and Financings. Prior actions and financings are listed below.

Description	Date of Bond Issue	Original Amount	Amount Outstanding as of Oct. 21, 2009
Amador Valley Industries, LLC	06/14/05	\$6,900,000	\$5,300,000
AVI-PGS Project*	02/21/08	<u>5,630,000</u>	<u>5,630,000</u>
TOTALS:		<u>\$12,530,000</u>	<u>\$10,930,000</u>

* Amador Valley Industries, LLC and Pleasanton Garbage Services, Inc

Project Description. The Company intends to upgrade and renovate the Company’s existing sort line. Also the Company will purchase new CNG trucks, drop boxes, bins, carts and containers.

The anticipated project and issuance costs are listed below:

Acquisition & Installation of New Equipment	\$2,500,000
Bond Issuance Expenses	51,100
Contingency	<u>3,900</u>
Total:	<u>\$2,555,000</u>

Anticipated Timeline. The Company began ordering parts for the renovation of its sort line in September of 2009. It anticipates the completion date of the entire project by December 2010.

Pollution Control and/or Environmental Benefits. The Company represents the Project will generate the pollution control and environmental benefits described below.

Waste Diversion. The addition of a new screen and upgrades on the sort line may provide for a small increase in waste diversion.

Air Quality. The use of CNG trucks will reduce emissions of non-methane hydrocarbons, carbon monoxide, nitrogen oxides and other particulate matter as compared to diesel trucks in keeping with California clean air goals and that of the Bay Area Air Quality Management District.

Water Quality. Reduction of particulate matter from the removal of diesel emissions will improve ground water runoff and water quality.

Permits. The Company will provide the Authority with copies of all required discretionary permits prior to requesting approval for Final Resolution.

Volume Cap Allocation. The Company anticipates applying to the Authority for volume cap allocation in the first quarter of 2010.

Financing Details. The Company anticipates issuance of negotiated tax-exempt, weekly reset, variable rate bonds with a term not to exceed 30 years for the qualifying portion of the project. The Company plans to secure the bonds with an irrevocable, direct pay Letter of Credit that is rated at least “A-” by Fitch Rating Agency or equivalent. The target date for financing is January 2010.

Financing Team.

- Underwriter:** Westhoff, Cone & Holmstedt
- Bond Counsel:** Law Offices of Leslie M. Lava
- Financial Advisor:** Andrew S. Rose
- Issuer’s Counsel:** Office of the Attorney General

Staff Recommendation. Staff recommends approval of Initial Resolution No. 09-12 for Pleasanton Garbage Service and/or its Affiliates for an amount not to exceed \$2,555,000.

Note: An Initial Resolution approval is not a commitment that the Board will approve a Final Resolution and bond financing of the proposed Project.

Initial Resolution No. 09-12
Application No. 00828(SB)

RESOLUTION OF OFFICIAL INTENT TO ISSUE BONDS TO
FINANCE SOLID WASTE DISPOSAL/RECYCLING EQUIPMENT FOR
PLEASANTON GARBAGE SERVICE, INC., AND/OR ITS AFFILIATES

November 18, 2009

WHEREAS, the California Pollution Control Financing Authority (“Authority”), a public instrumentality, is authorized and empowered by the provisions of the California Pollution Control Financing Authority Act (“Act”) to issue bonds for the purpose of defraying the cost of facilities for the disposal of solid and liquid waste products, including resource recovery and energy conversion facilities; and

WHEREAS, Pleasanton Garbage Service, Inc., a California corporation (“Applicant”), has requested that the Authority assist in financing solid waste disposal/recycling equipment to be owned and operated by the Applicant and/or its Affiliates (as hereinafter defined) (collectively, “Company”), which are expected to be comprised of the acquisition of rolling stock and vehicles for the collection, processing and transfer of solid waste and other equipment functionally related thereto, including without limitation upgrading and renovation of a sort line, and the acquisition of drop boxes, bins, carts and containers (collectively, “Equipment”), and has presented an estimate of the maximum cost of such Equipment as shown in Exhibit “A” attached hereto; and

WHEREAS, the Authority desires to encourage the Company to provide solid waste disposal/recycling equipment which will serve the public of the State; and

WHEREAS, the Authority deems it necessary and advisable to further the purposes of the Act that the Equipment be acquired at the earliest practicable date, but the Company requires satisfactory assurances from the Authority that the proceeds of the sale of bonds of the Authority will be made available to finance such Equipment; and

WHEREAS, the Company expects to incur or pay from its own funds certain expenditures in connection with the Equipment prior to the issuance of indebtedness for the purpose of financing costs associated with the Equipment on a long-term basis; and

WHEREAS, subject to meeting all the conditions set forth in this resolution the Authority reasonably expects that debt obligations in an amount not expected to exceed \$2,555,000 will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Company for its prior expenditures for the Equipment; 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 Equipment with proceeds of a subsequent borrowing;

NOW, THEREFORE, BE IT RESOLVED by the California Pollution Control Financing Authority as follows:

Section 1. The Authority finds and determines that the foregoing recitals are true and correct. For purposes of this Resolution, an “Affiliate” of the Applicant means any person or entity which meets the definition of “participating party” in the Act and controls, is controlled by, or is under common control with, the Applicant, as shown by the possession, directly or indirectly, of the power to direct or cause the direction of its management or policies, whether through majority equity ownership, contract or otherwise.

Section 2. The Authority declares its official intent to issue, at one time or from time to time, an aggregate of up to \$2,555,000 principal amount of bonds of the Authority for the Equipment; including for the purpose of reimbursing to the Company costs incurred for the Equipment prior to the issuance of the bonds.

Section 3. The bonds will be payable solely from the revenues to be received by the Authority pursuant to a loan agreement or other agreements to be entered into between the Authority and the Company in connection with the Equipment. Each bond shall contain a statement to the following effect:

“Neither the faith and credit nor the taxing power of the State of California or any political subdivision thereof or any local agency is pledged to the payment of the principal of, premium, if any, or any interest on this bond.”

Section 4. The bonds shall be issued subject to the conditions that (i) the Authority and the Company shall have first agreed to mutually acceptable terms for the bonds and of the sale and delivery thereof, and mutually acceptable terms and conditions of the loan of the proceeds thereof to the Company; (ii) all requisite governmental approvals shall have first been obtained; (iii) a Final Resolution shall have been received from the Authority; and (iv) an allocation shall have been received from the California Debt Limit Allocation Committee.

Section 5. The Executive Director of the Authority is hereby directed to indicate the willingness of the Authority to proceed with and effect such financing in order to assist the Company by defraying the cost of the Equipment, subject to due compliance with all requirements of the law and the obtaining of all necessary consents and approvals and meeting all other requirements of the Authority.

Section 6. It is intended that this Resolution shall constitute “some other similar official action” towards the issuance of bonds within the meaning of Section 1.103-8(a)(5) of the Treasury Regulations and “official intent” within the meaning of Section 1.150-2 of the Treasury Regulations, each as applicable under Section 103 of the Internal Revenue Code of 1986, as amended. It is also intended that this statement of “official action” or “official intent” by the Authority shall continue in full force and effect even if this Resolution ceases to be effective for other purposes.

Section 7. This Resolution shall take effect immediately upon its passage and remain in full force and effect thereafter; provided that, subject to Section 6, this Resolution shall cease to be effective on November 18, 2012 unless prior thereto the Authority specifically adopts a further resolution extending the effective date of this Initial Resolution, which it will do only after receiving a specific request for such action from the Company, accompanied by an explanation of the reason why the project has not proceeded prior to the date of the letter.

EXHIBIT A

NUMBER: 09-12

LOCATIONS: 3110 Busch Road
Pleasanton, California 94566

TYPE: Solid Waste Disposal/Resource Recovery

AMOUNT: Up to \$2,555,000