



MUNICIPAL DEBT ESSENTIALS



Day 3 | Ongoing Administration

September 26, 2024

*Sheraton Fairplex Suites & Conference Center
601 West McKinley Avenue,
Pomona, CA 91768*

AGENDA

Day three of this three-day seminar is designed to provide government officers with essential knowledge related to managing continuing disclosure responsibilities, post-issuance filing and reporting, and compliance with federal arbitrage rules.

8:00 AM **Registration**
Complimentary continental breakfast

8:30 AM **Welcome and Opening Remarks**

8:35 AM **Introduction: Security and Exchange Commission (SEC) Update**
Dave Sanchez, Director, Office of Municipal Securities, Security and Exchange Commission

SESSION ONE

9:05 AM **Overview of Issuer Responsibilities Post-Issuance**

This session covers the post-issuance activities performed daily, monthly, and annually by the issuer and the trustee. Other post-issuance concepts include bond oversight committees, maintaining debt and administration policies, and other fiduciary tasks.

- Identify the timing requirements of key post-issuance activities
- Recognize issuer responsibilities and reporting requirements
- Understand the post-issuance role that trustees and bond oversight committees serve

Jyothi Pantulu, Debt Manager, City of San Diego

10:05 AM **Break**

SESSION TWO

10:20 AM **Continuing Disclosure**

As part of the bond documents, issuers agree to provide information to the market for the life of a bond. This information includes annual reporting requirements and the reporting of material events under SEC Rule 15c2-12. After completing this session, a successful learner will be able to:

- Recognize the long-term disclosure responsibilities of issuing debt
- Understand current federal securities laws
- Recognize what constitutes as a material event under SEC Rule 15c-2-12 and what to do about such an event

Marc Bauer, Partner, Orrick, Herrington & Sutcliff, LLP

David Song, Associate, Nixon Peabody LLP

SESSION THREE

11:20 AM **Investing Bond Proceeds, Arbitrage, and IRS Tax Compliance**

This session covers instruments in which bond proceeds may be invested, in addition to offering guidance on selecting investments given the characteristics of the issue, financing plan, and yield restrictions. This session also focuses on Internal Revenue Service (IRS) requirements regarding arbitrage rebate and yield restriction. After completing this session, a successful learner will be able to:

- Understand the considerations throughout a bond sale regarding the investment of bond proceeds
- Recognize the options available for investing bond proceeds
- Understand the role of investment advisors
- Understand arbitrage rebate restrictions and requirements
- Understand the options available to manage arbitrage

Glenn Casterline, Managing Director, BLX Group LLC

Monique Spyke, Managing Director, PFM Asset Management LLC

John Stanley, Partner, Orrick Herrington & Sutcliffe LLP

12:35 PM Lunch

SESSION FOUR

1:35 PM Post Issuance Accountability

This session will explore an issuer's post issuance management of bond proceeds. From internal controls to the employment of generally accepted accounting process, an issuer's policies and procedures should provide reasonable assurance that measures are in place to safeguard assets, check the accuracy and reliability of accounting data, promote operational efficiency, and encourage adherence to prescribed managerial policies. An auditor's review assesses the effectiveness of an issuer's adherence to established policies and procedures for the expenditure of bond proceeds. After completing this session, a successful learner will be able to:

- Identify the different types of risks regarding the safeguarding of bond proceeds
- Understand best practices for post issuance management of bond proceeds
- Recognize the staffing needs for prudent oversight and monitoring

Jay Goldstone, Special Advisor, City of San Diego

Linda Hurley, CPA, Assurance and Advisory Partner, MGO

SESSION FIVE

2:35 PM Refunding an Issue

Refunding is commonly used to achieve debt service savings, remove or replace existing covenants, or restructure debt service payments. This session focuses on evaluating the costs of benefits of refunding existing debt issues. After completing this session, a successful learner will be able to:

- Identify the pros and cons of refunding an issue
- Understand the legal issues around refunding bonds
- Recognize the various debt structures available to meet different refunding needs

Blake Boehm, Managing Director, KNN Public Finance LLC

Karma Pemba, Managing Director, RBC Capital Markets

3:35 PM **Closing Remarks**

3:50 PM **Close of Day 3**