

MINUTES

**California Pollution Control Financing Authority
915 Capitol Mall, Room 587
Sacramento, California
January 19, 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 11:01 a.m.

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

Staff Present: Reneé Webster-Hawkins, Executive Director

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 December 15, 2015. There were none.

Ms. Anne Baker moved approval of the minutes; upon a second, the minutes were unanimously approved.

The item was passed by the following vote:

Alan Gordon for the State Treasurer	Aye
Anne Baker for the State Controller	Aye
Eraina Ortega for the Director of Finance	Aye

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Webster-Hawkins began her Executive Director's report by informing the Board that the Issuer's Counsel Julia Bilaver called into the meeting via telephone and was available for questions or comments.

Ms. Webster-Hawkins reported that CPCFA began recruiting for the CalCAP Americans with Disabilities Act (ADA) Program Manager and Analyst, funded by AB 1230. As part of program development, CPCFA staff appeared before the California Commission on Disability Access, to present the CalCAP model and invite their partnership in strategic outreach of the program. CPCFA officers met with the State Architects Board and Department of Rehabilitation, who will be serving as technical advisors on architectural, contracting and

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permitting issues related to the new program. Staff is enrolled in specialized training to ensure that our website and program enrollment forms for the program meet ADA accessibility standards.

Ms. Webster-Hawkins reported that the Air Resources Board (ARB) submitted a Budget Change Proposal for a \$20 million financing incentive program to support small businesses to install and upgrade their commercial refrigeration equipment to ARB-compliant standards before they become legally required. The line item was included in the Governor's budget, and ARB has asked CPCFA to administer the program. Ms. Webster-Hawkins reported that CPCFA was in discussions with the ARB and Assemblymember Autumn Burke's staff, regarding the Clean Vehicle Loan Program, to re-introduce legislation to enable CPCFA to provide credit enhancements to consumer loans for specified programs on behalf of sister agencies.

Ms. Webster-Hawkins further reported that in 2016, CPCFA will be focused on the launch of several web and automation projects in partnership with the Executive Office and STO's Information Technology (IT) Division. CPCFA will be providing stakeholder input and user testing for the first phases of the Treasurer's website redesign, and for another web application project that will make the financial services offered by the Treasurer's Office more accessible to the public. In addition, CPCFA is beginning the transition to electronic file management, launching a multi-phase project to convert the paper records into the FileNet Database. CPCFA has also requested the IT Division's assistance with automating the CalCAP loan enrollment process, and improving the management of accounting data. While these efforts will consume considerable behind-the-scenes staff resources, these improvements are essential for CPCFA to keep up with the program management and demand for current and new programs.

Ms. Webster-Hawkins welcomed new employee Alison French-Tubo to the CPCFA Team as a Staff Services Analyst in the CalReUSE Program.

Lastly, Ms. Webster-Hawkins reported one item that was approved under her Delegated Authority. On January 7th, Ms. Webster-Hawkins signed a request from the TDR Group, also known as Waste Recovery West, to approve and sign a second amendment to its loan agreement to set and assign a new mandatory prepayment date of November 15, 2020.

4. BUSINESS ITEMS

A. RESOLUTION OF THE CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY DELEGATING CERTAIN POWERS AND AUTHORIZING CERTAIN ACTIONS RELATED TO BOND FINANCINGS

Presented by: Lyudmila Farbitnikova

Staff requested Board approval of a resolution authorizing delegation authority to the Executive Director and Deputy Executive Director of California Pollution Control Financing Authority (CPCFA) for certain discretionary routine matters with respect to

the Authority's bond program.

AB 1479, chaptered August 4, 2008, allows that, "The authority may, by resolution, delegate to one or more of its members, its executive director, or any other official or employee of the authority any powers and duties that it may deem proper, including, but not limited to, the power to enter into contracts on behalf of the authority."

The current resolution expires on January 31, 2016 and this request extends the expiration date to January 31, 2018.

Staff recommended adoption of a resolution authorizing delegation authority to the Executive Director and Deputy Executive Director for certain discretionary routine matters as described above with respect to the Authority's bond program. This delegation resolution will be in force through January 31, 2018.

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

Mr. 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:

Alan Gordon for the State Treasurer	Aye
Anne Baker for the State Controller	Aye
Eraina Ortega for the Director of Finance	Aye

B. REQUEST TO APPROVE INITIAL RESOLUTION REFLECTING OFFICIAL INTENT TO ISSUE REVENUE NOTES

Alameda County Industries, LLC
Presented by: Andrea Gonzalez

Staff introduced Mark Holmstedt of Westhoff, Cone & Holmstedt

Alameda County Industries, LLC and/or its Affiliates requested approval of an Initial Resolution for an amount not to exceed \$3,780,000 to finance the improvements of an existing Materials Recovery Facility (MRF) and the acquisition of related equipment for the processing, transfer and recycling of solid and liquid waste.

Staff recommended approval of Initial Resolution No. 16-01 for Alameda County Industries, LLC and/or its Affiliates for an amount not to exceed \$3,780,000.

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

Mr. 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:

Alan Gordon for the State Treasurer	Aye
Anne Baker for the State Controller	Aye
Eraina Ortega for the Director of Finance	Aye

C. REQUEST TO APPROVE AMENDMENT TO INITIAL RESOLUTION REFLECTING OFFICIAL INTENT TO ISSUE REVENUE NOTES

Whitehall Corporation

Presented by: Kris Luoma

Staff introduced Mark Holmstedt of Westhoff, Cone & Holmstedt

Whitehall Corporation and/or its Affiliates requested approval of an amendment to Initial Resolution 15-04 to change the name of the applicant from Upper Valley Disposal Service to its parent company, Whitehall Corporation, and to increase the note amount from \$6,335,000 to an amount not to exceed \$10,220,000 to reflect increased project costs.

On December 15, 2015, the California Pollution Control Financing Authority (“CPCFA”) Board approved an Initial Resolution for Upper Valley Disposal Service to issue revenue notes in an amount not to exceed \$6,335,000. The company requests a higher amount to reflect the increased scope of the project. The company also requests to change the project description to include the acquisition of land, drop boxes, carts, bins and/or containers, and the construction of a compressed natural gas (CNG) fueling station.

Staff recommended approval of Amendment to Initial Resolution No. 15-04 for Whitehall Corporation and/or its Affiliates for an amount not to exceed \$10,220,000.

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

Mr. 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:

Alan Gordon for the State Treasurer	Aye
Anne Baker for the State Controller	Aye
Eraina Ortega for the Director of Finance	Aye

D. REQUEST TO APPROVE TAX EXEMPT VOLUME CAP ALLOCATION

Aemerge, LLC, Aemerge Redpak Services Southern California, LLC

Presented by: Kris Luoma

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

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Westhoff, Cone & Holmstedt

Aemerge, LLC, Aemerge Redpak Services Southern California, LLC and/or their Affiliates requested approval of a Volume Cap Allocation for an amount not to exceed \$28,250,000 to finance the acquisition of land, upgrades to existing buildings and utilities, as well as the acquisition of ancillary support equipment and systems for a medical waste processing facility.

Staff recommended approval of Volume Cap Allocation Resolution No. 13-111-01 for an amount not to exceed \$28,250,000 for Aemerge, LLC, Aemerge Redpak Services Southern California, LLC and/or their Affiliates.

Robert Feyer wished to clarify for the record that the Final Resolution adopted in November referenced the delegation resolution that had been in effect since 2014. The delegation resolution passed in the January 19, 2016 meeting will now apply to this resolution.

Mark Holmstedt commented on behalf of Aemerge Redpak crediting GoBIZ for their assistance on the project.

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

Mr. 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:

Alan Gordon for the State Treasurer	Aye
Anne Baker for the State Controller	Aye
Eraina Ortega for the Director of Finance	Aye

5. PUBLIC COMMENT

Mr. 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 11:14 a.m.

Originally signed by
Reneé Webster-Hawkins
Executive Director