

REGULAR MEETING OF THE BOARD
OF THE
MARIN PUBLIC FINANCING AUTHORITY

COUNTY OF MARIN, STATE OF CALIFORNIA

Las Gallinas Valley Sanitary District
District Conference Room
300 Smith Ranch Road
San Rafael, California, 94903

Directors Kingston and Lei will attend the meeting by phone

At the following location:

Sausalito-Marín City Sanitary District
1 East Road
Sausalito, California, 94965

Thursday, November 9, 2017
2:00 P.M. – REGULAR BOARD MEETING

To get the full Board Meeting Packet, please visit: www.smcsd.net or www.lgvsd.org

AGENDA

**REGULAR MEETING OF THE BOARD
OF THE MARIN PUBLIC FINANCING AUTHORITY
COUNTY OF MARIN, STATE OF CALIFORNIA**

**LAS GALLINAS VALLEY SANITARY DISTRICT
300 SMITH RANCH ROAD
SAN RAFAEL, CALIFORNIA 94903**

**DIRECTORS KINGSTON AND LEI WILL ATTEND THE MEETING BY PHONE
AT THE FOLLOWING LOCATION:
SAUSALITO-MARIN CITY SANITARY DISTRICT
1 EAST ROAD
SAUSALITO, CALIFORNIA 94965**

**THURSDAY, NOVEMBER 9, 2017
2:00 P.M.**

In compliance with the Americans with Disabilities Act of 1990, if you need special assistance to participate in an Authority meeting, or you need a copy of the agenda, or the agenda packet, in an appropriate alternative format, please contact the Secretary at (415) 332-0244. Notification of at least 48 hours prior to the meeting or time when services are needed will assist the District staff in assuring that reasonable arrangements can be made to provide accessibility to the meeting and service.

In conformance with California Government Code Section 54957.5, any writing or document that is a public record, relates to an open session agenda item, and its distribution less than 72 hours prior to a regular meeting will be made available for public inspection at the District Office. If, however, the document or writing is not distributed until the regular meeting to which it relates, then the document or writing will be made available to the public at the location of the meeting, as listed on this agenda.

To get the full Marin Public Financing Authority Meeting Packet, please visit: www.smcsd.net or www.lgvsd.org

I. MEETING ROLL CALL: WILLIAMS, MCGUIRE, KINGSTON, LEI

II. PUBLIC COMMENT

(Members of the public are invited to address the Board concerning topics which are not listed on the Agenda. [If an item is agenzized, interested persons may address the Board during the Board's consideration of that item.] Speakers should understand that except in very limited situations, state law precludes the Board from taking action on or engaging in extended deliberations concerning items of business, which are not on the Agenda. Consequently, if further consideration is required, the Board may refer the matter to its staff or direct that the subject be agenzized for a future meeting. The Board reserves the right to limit the time devoted to this portion of the Agenda and to limit the duration of speakers' presentations.)

III. CONSENT CALENDAR

MOTION:

- A. APPROVAL OF MINUTES OF THE REGULAR BOARD MEETING OF MARCH 23, 2017
- B. APPROVAL OF GENERAL COUNSEL LEGAL EXPENSE OF \$2,300.
(The Board will be asked to adopt Consent Calendar – Item A and B.)

IV. NEW BUSINESS

MOTION:

- A. DISCUSS THE FINANCIAL REPORTING COMPLIANCE REQUIREMENTS FOR THE MARIN PUBLIC FINANCING AUTHORITY.
(The board will be asked to A) Approve the MPFA member agencies to report the bond issuance activities in their respective financial statements in compliance with Government Code Section 6505(a); B) Direct the Treasurer to report the bond issuance activities for each of the MPFA member agencies in the 2016-17 Special Districts Financial Transactions Report with the California State Controller's office.)

MOTION:

- B. APPROVE SPECIAL LIABILITY INSURANCE PROGRAM FROM THE CALIFORNIA SANITATION RISK MANAGEMENT AUTHORITY FOR THE MARIN PUBLIC FINANCING AUTHORITY
(The Board will be asked to approve the attached special liability insurance program from CSRMA on behalf of the Marin Public Financing Authority)

V. BOARD OF DIRECTORS

- A. Next Board Meeting Agenda Item Request – Verbal
- B. Next Board Meeting Date - Verbal

VI. ADJOURNMENT

The Board of Directors may, at its discretion, consider agenda items out of the order in which they appear.

**MINUTES OF THE REGULAR MEETING OF THE BOARD
OF DIRECTORS OF THE MARIN PUBLIC FINANCING AUTHORITY**

March 23, 2017

The Regular Meeting of the Board of Directors of the Marin Public Financing Authority was held on Thursday, March 23, 2017 at Las Gallinas Valley Sanitary District, 300 Smith Ranch Road, San Rafael, California 94903, and was called to order at 2:00 p.m. by President Williams.

I. MEETING ROLL CALL:

Directors Present:	Mark Williams, President Jeffrey Kingston, Vice President Susan McGuire, Treasurer Helen Lei, Secretary
Directors Absent:	None
General Counsel:	Patrick M.K. Richardson, Byers/Richardson
Financial Advisor:	Tom Gaffney, Bartle Wells
Bond Counsel:	Sean Tierney, Hawkins Delafield & Wood LLP Christina Togle, Hawkins Delafield & Wood LLP - attended the meeting by phone
Members of the Public:	None

II. PUBLIC COMMENT:

None

III. CONSENT CALENDAR

A. APPROVAL OF MINUTES OF THE REGULAR BOARD MEETING OF MARCH 23, 2017

MOTION: DIRECTOR MCGUIRE MOVED TO ACCEPT THE CONSENT CALENDAR; DIRECTOR KINGSTON SECONDED THE MOTION.

Ayes:	Williams, McGuire, Kingston, Lei
Nays:	None
Absent:	None
Abstain:	None

IV. NEW BUSINESS

A. RESOLUTION NO. 2017 – 5: RESOLUTION OF THE MARIN PUBLIC FINANCING AUTHORITY AUTHORIZING THE ISSUANCE OF REVENUE BONDS IN AN INITIAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$42,000,000 IN CONNECTION WITH FINANCING CERTAIN WASTEWATER SYSTEM AND OTHER CAPITAL IMPROVEMENTS, AUTHORIZING AND DIRECTING EXECUTION OF AN INDENTURE OF TRUST, AN INSTALLMENT SALE AGREEMENT AND CERTAIN OTHER DOCUMENTS, AUTHORIZING

THE NEGOTIATION FOR THE SALE OF BONDS, APPROVING AN OFFICIAL STATEMENT, AND AUTHORIZING OTHER RELATED ACTIONS

MOTION: DIRECTOR MCGUIRE MOVED TO ADOPT RESOLUTION NO. 2017-5; DIRECTOR KINGSTON SECONDED THE MOTION.

Ayes: Williams, McGuire, Kingston, Lei
Nays: None
Absent: None
Abstain: None

B. APPROVE SPECIAL LIABILITY INSURANCE PROGRAM FROM THE CALIFORNIA SANITATION RISK MANAGEMENT AUTHORITY FOR THE MARIN PUBLIC FINANCING AUTHORITY

Director McGuire followed up with CSRMA to inquire if the JPA activities can be added to the existing liability policies for the respective JPA members. CSRMA's response was the employees and board members while conducting business for their respective agencies would be covered by their agency's insurance. However, the Marin Public Finance Authority itself would not be covered. It is a separate legal entity and would need its own insurance coverage in the event the Authority is named in a lawsuit. Director Kingston thought that each district should disclose the JPA on their individual insurance policy and indemnify each other. He suggested to get a legal opinion from the JPA General Counsel on whether or not the JPA is required to obtain its own insurance.

This item is tabled until next meeting after Dave Byers, JPA General Counsel, provides a legal opinion.

V. BOARD OF DIRECTORS

A. Sausalito-Marin City Sanitary District 2017 Revenue Bonds Sale Result – Verbal.

Gaffney presented Sausalito-Marin City Sanitary District 2017 Revenue Bonds Sale Result as follows:

Eight bids were received with a winning bid of 3.485%. The District originally offered \$35,850,000 of bonds for sale. However, the winning bid included a net premium of \$1,863,155 so the actual amount of bonds sold was \$33,630,000. Average annual debt service over 25 years is \$2,153,000.

B. Next Board Meeting Agenda Item Request –

McGuire suggested to discuss the Special Liability Insurance Program after reviewed by the General Counsel.

C. The next Board meeting:

MOTION: DIRECTOR KINGSTON MOVED TO CANCEL THE NEXT BOARD MEETING ON THURSDAY, APRIL 13, 2017; DIRECTOR MCGUIRE SECONDED THE MOTION.

Ayes:	Williams, McGuire, Kingston, Lei
Nays:	None
Absent:	None
Abstain:	None

VIII. ADJOURNMENT

MOTION: DIRECTOR WILLIAMS MOVED TO ADJOURN THE MEETING; DIRECTOR LEI SECONDED THE MOTION.

Ayes:	Williams, McGuire, Kingston, Lei
Nays:	None
Absent:	None
Abstain:	None

Board approved the adjournment of the meeting at 2:34 p.m.

RESPECTFULLY SUBMITTED,



Helen Lei, Secretary

APPROVED:

Mark Williams, Board President

DISCUSS THE FINANCIAL REPORTING COMPLIANCE REQUIREMENTS FOR THE MARIN PUBLIC FINANCING AUTHORITY.

BACKGROUND:

The Marin Public Financing Authority (MPFA) was formed in January 2017 as a Joint Powers Authority by Las Gallinas Valley Sanitary District (LGVSD) Sausalito-Marin City Sanitary District. Its purpose is to permit the member agencies issue tax free debt for infrastructure projects.

The MPFA does not have any assets, liabilities, revenue, expenses or staff. The debt issuance and servicing activities are reflected in the financial records of the member agencies. Each agency has an annual financial audit performed by a qualified certified public accounting firm.

The member agencies need to determine whether reporting the bond issuance activities in the financial statements, which are subject to independent audit, will satisfy the requirements of Government Code Section 6505(a). A copy of the code section is attached.

The MPFA also has a requirement to complete the 2016-17 Special Districts Financial Transactions Report with the California State Controller's office. Since 2017 was the initial year of the MPFA and the bonds were issued in its name for each of the member agencies, it may be prudent to report the issuance in the initial year with no other activity in subsequent years.

RECOMMENDATION:

Approve the MPFA member agencies to report the bond issuance activities in their respective financial statements in compliance with Government Code Section 6505(a).

Direct the Treasurer to report the bond issuance activities for each of the MPFA member agencies in the 2016-17 Special Districts Financial Transactions Report with the California State Controller's office.



SUBMITTED BY:

Susan McGuire, Administrative Services Manager/Treasurer

APPROVE SPECIAL LIABILITY INSURANCE PROGRAM FROM THE CALIFORNIA SANITATION RISK MANAGEMENT AUTHORITY FOR THE MARIN PUBLIC FINANCING AUTHORITY.

BACKGROUND:

At the January 24, 2017 the Board approved the application for liability insurance to the California Sanitation Risk Management Agency (CSRMA) for the Marin Public Financing Authority (MPFA).

CSRMA has provided the MPFA will quotes for coverage at three levels of liability: \$1 million, \$2 million and \$5 million. See the attached.

Per Seth Cole of CSRMA, the types of coverage quoted cover the following potential liability:

“Personal Injury, fire damage and products / completed operations” is General Liability insurance. This would cover a “slip and fall” type claim at a public meeting. Non-owned and hired Auto Liability would cover an employee and or board member’s use of their personal vehicle on Authority business.

Public Officials Errors and Omissions is intended to cover the Authority’s board members for decisions they make on behalf of the Authority, and the board itself

The cost for the various levels of liability coverage are:

\$1,000,000 - \$23,832.62 (including taxes & fees)
\$2,000,000 - \$26,761.45 (including taxes & fees)
\$5,000,000 - \$30,987.44 (including taxes & fees)

All limit options are with a \$1,000 Deductible.

Please Note: Hired and Non Owned Auto coverage is presented at \$1,000,000 limit for all limit options.

The Board discussed this item at its March 23, 2017 meeting. It was tabled until the next meeting so that Dave Byers, JPA General Counsel can provide a legal opinion. That opinion will be discussed at the meeting as part of the agenda topic.

RECOMMENDATION:

A matter for Board determination.

Susan McGuire

SUBMITTED BY:

Susan McGuire, Administrative Services Manager/Treasurer