

County of Contra Costa  
Debt Report  
Fiscal Year 2013-14



Debt Affordability Advisory Committee  
March 25, 2015

## County Administrator

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**David Twa**  
County Administrator

## Contra Costa County



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4<sup>th</sup> District

**FEDERAL D. GLOVER**  
5<sup>th</sup> District

Date: March 25, 2015

To: David Twa  
County Administrator

FR: Debt Affordability Advisory Committee

RE: **Debt Report for Fiscal Year 2013-14**

We present to you the report of the County of Contra Costa's debt (the "Debt Report") as required pursuant to Section II.A of the County's Debt Management Policy (the "Policy"). The Policy requires the Debt Affordability Advisory Committee (the "Committee") to report on the General Fund financings of the County, which is the focus of this Debt Report. It is anticipated that the Policy will be updated in the future to include agencies of the County such as the Housing Authority and special districts, at which point future debt reports will include coverage of financings undertaken by such entities.

**Highlights.** One of the most important tasks assigned to the Committee is the comparison of the County's performance on a variety of debt factors (a) to published benchmarks for counties and (b) to the cohort of urban counties in California (Section V(B)). The Committee notes that the County's debt performance is somewhat weak when compared to counties nationwide and to its California cohort counties. Of the nine debt ratio factors reviewed by the Committee that have published national medians and/or means, the County performed better on two factors, approximately equivalent on three factors and worse on four factors. When compared to its California cohort counties on eleven debt ratio factors, the County performed better or the same on five factors but worse on six factors. These outcomes relative to national and California cohort medians and means are similar to the outcomes we saw in the Fiscal Year 2012-13 Debt Report.

Even with the County's relatively weak performance on debt factors, the County's credit rating is at the highest possible level of AAA by Standard & Poor's. Further, Moody's Investors Service has maintained the County's high investment grade rating of Aa2. These achievements are due to the County's adherence to its financial management policies, to the underlying long-term strength of the County's wealth and assessed valuation demographics and to the County's recent track record of maintaining structurally balanced budgets during difficult economic cycles like we witnessed over

the past several years. In addition, the County's conservative fixed-rate debt portfolio shielded it from the serious and expensive disruptions in the variable rate market that occurred during the recent financial crisis.

The Committee recommends that the County continue to work toward improving its comparative credit performance in order to further reduce the gap between the County and its higher performing cohort counties. Important elements under the County's control that would reduce the gap include:

1. Continuing to issue debt prudently and structuring debt issues conservatively to achieve low borrowing costs and maximum Federal and State reimbursements, as required under the Policy. Of note is the County's successful issuance in November 2010 of \$13.13 million on taxable Build America Bonds for which the County receives an approximate 35% federal subsidy of interest cost and the issuance of \$20.7 million of taxable Recovery Zone Bonds for which the County receives an approximate 45% federal subsidy on interest cost.<sup>1</sup>
2. Maximizing the County's opportunity to earn allowable arbitrage interest earnings on all indentured funds (such as reserve funds), a practice the County Finance Director has implemented with the assistance of a registered financial advisor.
3. Monitoring the market for refunding or refinancing opportunities to reduce debt service costs for capital projects and pension costs.
4. Assessing alternative funding sources in order to reduce reliance on Lease Revenue Bonds, such as when available reserves were appropriated to fund the County's portion of the purchase of East Bay Regional Communication System's emergency equipment.

We note that comparative information on pension Unfunded Actuarial Accrued Liabilities (Pension UAAL) and other post-employment benefits' Unfunded Actuarial Accrued Liabilities (OPEB UAAL) is also included in the Debt Report. These liabilities have become significant credit factors in rating agencies' financial review of local and state governments.

**Recommendations.** The Committee emphasizes the heightened importance of the County's adherence to its Policy in light of its performance relative to counties nationwide and to its California cohort counties, and the Committee recognizes it has work to do to maximize the benefits of adhering to the Policy. In addition to elevating the focus of items 1 through 4 in the Highlights section above, the Committee makes the following recommendations:

1. The Policy should be updated to require the Committee's review of the debt performance of the Special Districts and Housing Authority to assure that prudent debt management practices extend to these agencies as well.

We hope the information in this Debt Report can be used to support the development of sound capital plans and adherence to the County's finance and debt policies. Such capital plans provide

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<sup>1</sup> The subsidy percentages are "approximate" due to federal sequestration requirements that reduced the subsidies in 2014 and are scheduled to reduce them in 2015 as well. Sequestration requirements, if any, in the future depend upon federal budget decisions for each of its fiscal years. See Section I.C. in the Debt Report.



critical guidance for the protection of the County's infrastructure and assets. Together with sound capital planning, adherence to the County's debt and finance policies and this committee's recommendations will lead to greater fiscal strength in the years ahead.

If you have any questions or comments regarding this Debt Report, please contact Lisa Driscoll at (925) 335-1023. Your input is important to us and would be greatly appreciated.

Sincerely,

Members of the Debt Affordability Advisory Committee:

Bob Campbell, County Auditor-Controller

Rusty Watts, County Treasurer-Tax Collector

Lisa Driscoll, County Finance Director

John Kopchik, Department of Conservation and Development Director

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## LISTING OF CHARTS, TABLES AND APPENDIX ITEMS

In accordance with the requirement of the County's Debt Management Policy, the Debt Affordability Advisory Committee must submit a Debt Report to the County Administrator annually. The following list identifies the information included and its location in the Debt Report:

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## PREFACE

This Debt Report frequently uses the words “bonds” and “debt” interchangeably, even when the underlying obligation does not technically constitute “debt” under California's constitution. This conforms with market convention for the general use of the term “debt” and “debt service” as applied to a broad variety of instruments in the municipal market, regardless of their precise legal status.<sup>2</sup> The rating agencies and the investor community evaluate the County's debt position based on all of its outstanding debt regardless of the term of the debt and whether or not such debt is repaid from taxpayer-approved tax levies, the General Fund or other sources.

Sometimes referred to as “bonded indebtedness,” long-term debt is typically used to finance capital projects with a long useful life but may also be issued in special situations to fund other types of long-term obligations such as unfunded pension liabilities. This Debt Report presents an overall picture of the County's indebtedness in the categories of General Obligation Bonds, Lease Revenue Bonds and Pension Obligation Bonds as well as a summary of the County's short-term debt in the form of Tax and Revenue Anticipation Notes.

General Obligation Bonds represent debt that is paid from voter approved *ad valorem* property taxes that, while levied and collected by the County, are not under the control of the County. The County currently has no outstanding General Obligation Bonds.

Lease Revenue Bonds and Certificates of Participation represent debt that is paid from revenues under the County's control, such as General Fund revenues, to finance long-term capital projects. Pension Obligation Bonds also represent debt that is paid from revenues under the County's control, such as General Fund revenues, but are used to refinance unfunded pension costs at an anticipated lower interest cost over time than would be charged by the Contra Costa County Employers' Retirement Association. To assure that issuance of both types of debt is undertaken in a prudent manner that protects the County's operations and fiscal margins, the Board of Supervisors adopted the Policy that prescribes benchmarks against which the combined amount of Lease Revenue Bond and Pension Obligation Bond indebtedness is to be compared. This Debt Report provides a discussion of the County's performance compared to the benchmarks as well as to the performance of cohort counties. Generally, the County performs well on demographic measures such as assessed valuation but underperforms on debt ratios as discussed in this Debt Report.

General Obligation Bonds, Lease Revenue Bonds, Pension Obligation Bonds, and Tax Allocation Bonds are considered to be “Direct Debt” of the County and are also included in the measurement of the “Overall Debt” issued by all local public agencies within the County's boundaries. It is important to monitor the levels and growth of both Direct Debt and Overall Debt as they portray the debt burden borne by our taxpayers and serve as proxies for the capacity taxpayers have to take on additional debt in the future.

When debt is issued, independent credit rating agencies assign a rating to the issue. The County's credit ratings are directly related to the financial condition of the County. As of the date of this Debt Report, the County's implied General Obligation Bond ratings were AAA by Standard & Poor's and

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<sup>2</sup> The legal definition of “debt” excludes short-term obligations such as tax and revenue anticipation notes and long-term obligations such as lease revenue bonds, but this Debt Report presents information on such obligations.



Aa2 by Moody's Investors Service reflecting the highest quality (S&P), and high quality (Moody's) investment grade status. The ratings on Pension Obligation Bonds were AA+ (S&P) and A1 (Moody's) and the ratings on Lease Revenue Bonds were AA+ (S&P) and A1 (Moody's) . The ratings assigned to all County debt issues affect interest payments and the debt service costs to the General Fund. In addition, the fiscal health of the State may affect the County's interest costs. A history of the County's long-term credit ratings is provided in Appendix 2 to this Debt Report.

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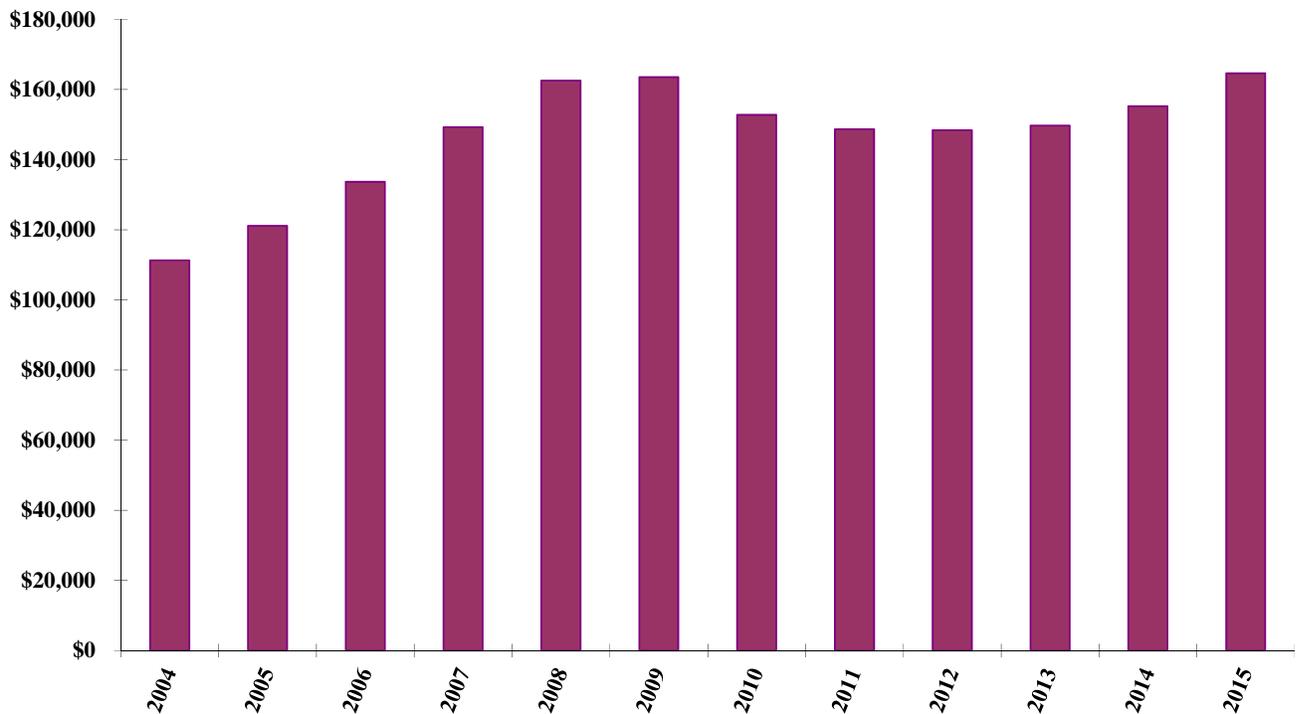


## SECTION I: GENERAL DEBT PROFILE

### A. County's Assessed Valuation and Bonded Debt Limitation

For Fiscal Year 2013-14, the County's total assessed valuation base was \$155.2 billion and the growth rate of total assessed valuation in the County was 3.66%, the second fiscal year increase since Fiscal Year 2008-09. The local portion of total assessed valuation can grow up to the maximum annual rate of 2% allowed under Proposition 13 for existing property plus additional growth from new construction and the sale and exchange of property. The annual growth rate in assessed valuation averaged 10.1% over the last 25 years but averaged -1.02% over the past 5 years. Assessed valuation fell by a cumulative 9.3% from its peak in Fiscal Year 2008-09 to its trough in Fiscal Year 2011-12 as a result of the impacts of foreclosures and the recession on the County's economy. Assessed valuation appears to have stabilized. Subsequent to the reporting period of this Debt Report, total assessed valuation grew by 6.06% in Fiscal Year 2014-15, surpassing the historical peak in Fiscal Year 2008-09. See Chart 1 below.

**Chart 1**  
**Historical Assessed Valuation**  
**For Fiscal Year Ended June 30**  
**(\$ millions)**

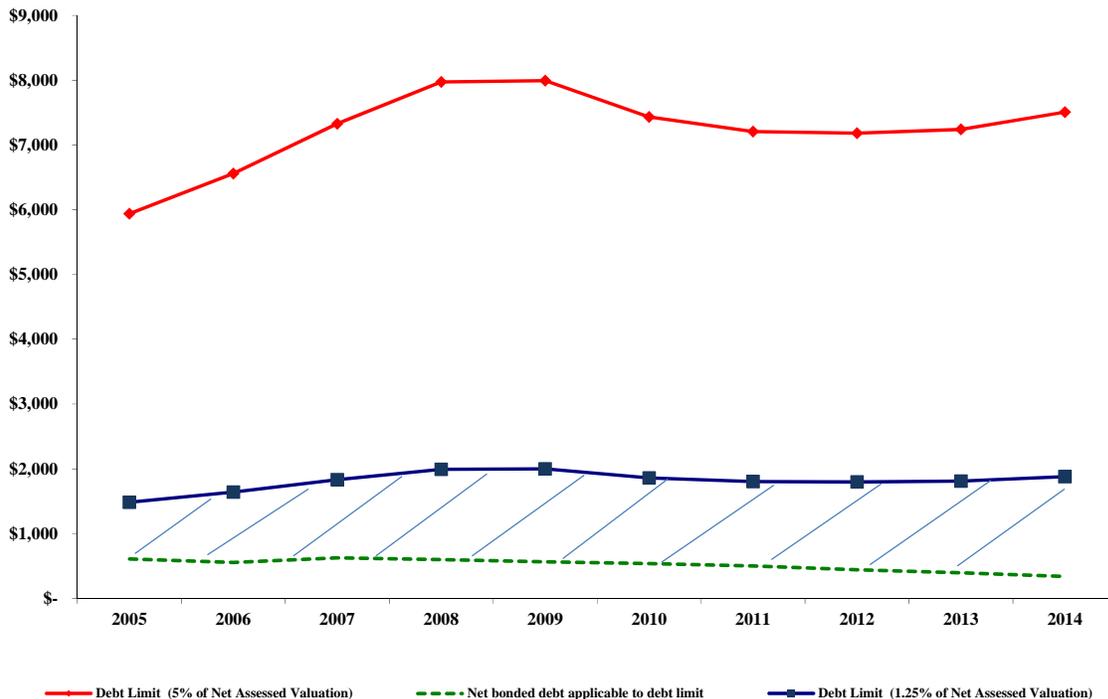


Source: County of Contra Costa, California Comprehensive Annual Financial Report, Fiscal Years Ended June 30, 2012 and June 30, 2014, Table of Assessed Value of Taxable Property.

In accordance with California Government Code Section 29909, the County’s general obligation bonded debt limitation equals 5.0%<sup>3</sup> of the value of taxable property (i.e., assessed valuation) in the County and was \$7.5 billion<sup>1, 4</sup> in Fiscal Year 2013-14. It should be noted that this limit applies to all County-controlled agencies, including the County General and Enterprise funds, the Successor Redevelopment Agency, the Housing Authority and Special Districts. For technical auditing purposes, only pension obligation bonds and tax allocation bonds are counted as “general obligation bonded debt” even though neither form of debt are true “general obligation bonds” that require voter approval; lease revenue bonded debt and assessment district debt are not required to be included.

As of this reporting period, the County’s bonded debt limitation peaked in Fiscal Year 2008-09. From Fiscal Year 2009-10 through Fiscal Year 2011-12, the bonded debt limitation decreased due to declining assessed value. In Fiscal Year 2012-13, assessed value, and hence, bonding capacity began to rebound due to improved economic performance. This trend continued through Fiscal Year 2013-14, as seen in Chart 2 below.

**Chart 2**  
**Contra Costa County Debt Limit vs. Outstanding Net Bonded Debt**  
 (as of June 30; in \$ millions)



<sup>3</sup> Article XIII A of the California Constitution and Senate Bill 1656, Statutes of 1978, provided for changing assessed valuation from 25% of full cash value to full cash value. Hence, the 5% limitation on general obligation bonds indebtedness imposed by Section 29909 of the Government Code became 1.25% of assessed valuation.

<sup>4</sup> Pursuant to the statutory debt limitation of 1.25% of assessed valuation, the bonded debt limitation was \$1.9 billion in Fiscal Year 2013-14. Assessed valuation (excluding unitary valuation) was \$164.6 billion for Fiscal Year 2014-15, subsequent to the reporting period for this Debt Report, resulting in a bonded debt limitation of \$2.075 billion.



Table 1 presents the County’s debt limitation versus current outstanding bonded debt. The difference is the “Legal Debt Margin.” Chart 2 shows that the Legal Debt Margin (i.e., the distance between the blue and green lines) has been very large but shrank during the recent period as assessed valuation declined. Due to the difficulty of achieving two-thirds voter approval for general obligation bonds issued by counties, the County historically has not benefited from having such large debt capacity. Local agencies similar to the County generally have not been successful when competing with school districts, transportation agencies and the State for voter approval of general obligation bonds.

**Table 1**  
**Contra Costa County – All Agencies**  
**Bonded Debt Limitation and Legal Debt Margin, Fiscal Year 2013-14**  
**(in \$000s)**

Total Assessed Valuation	\$150,129,829
Bonded Debt Limitation (5% times Assessed Valuation)	7,506,491
Less: Outstanding Bonded Debt	(350,945) <sup>1</sup>
Plus: Amounts Available in Bond Interest and Redemption Fund to Pay Principal	13,958
<b><i>Equals: Legal Debt Margin</i></b>	<b><u><u>\$7,169,504</u></u></b>

1. Includes Pension Obligation Bonds and Tax Allocation Bonds

**B. Bonds Outstanding**

As of June 30, 2014, the County had a total of \$532.722 million of outstanding Pension Obligation Bonds and Lease Revenue Bonds, a detailed listing of which is shown in Table 2 and the debt service requirements for which can be found in Appendix 1. The County’s entire debt portfolio is comprised of fixed-rate debt issues. The Debt Policy permits variable rate issues such as variable rate demand obligations only under special circumstances and does not presently permit derivatives such as swaps. Even prior to the implementation of its formal Debt Policy, the County had issued only fixed rate issues. This approach has shielded the County from the risks associated with swaps and variable rate issues such as liquidity risk, renewal risk, tax risk, basis risk, counterparty risk, and termination risk.

Also presented in Table 2 is the true interest cost (TIC) for each outstanding bond issue for which such information is available. The TIC varies from issue to issue depending upon the term to maturity and the interest rate environment that existed when each respective issue was sold. It should be noted that Pension Obligation Bonds, the 2010 Series A-2 Lease Revenue Bonds and the 2010 Series A-3 Lease Revenue Bonds are taxable securities whereas all other County debt issues are tax-exempt securities. The TICs for the taxable issuances are generally higher than those for tax-exempt securities.



**Table 2**  
**County of Contra Costa (County Only)**  
**Outstanding Lease Revenue and Pension Obligation Bonds and True Interest Cost**  
**(as of June 30, 2014)**

<b><u>Bond Issues</u></b>	<b><u>Date of Issue</u></b>	<b><u>Final Maturity Date</u></b>	<b><u>Principal Amount Issued (\$000s)</u></b>	<b><u>Outstanding Principal (\$000s)</u></b>	<b><u>True Interest Cost (%)</u></b>
<b><u>Lease Revenue Bond and Obligation Issues (LRBs and LROs):</u></b>					
1999 Series A (Refunding and Various Capital Projects)	03/04/99	06/01/28	\$74,685	\$12,745	NA
2001 Series A (Various Capital Projects)	01/25/01	06/01/15	18,030	705	4.62%
2002 Series A (Various Capital Projects)	06/27/02	06/01/16	12,650	1,125	4.73%
2002 Series B (Refunding and Various Capital Projects)	09/05/02	06/01/19	25,440	6,520	3.97%
2003 Series A (Various Capital Projects)	08/14/03	06/01/17	18,500	2,310	4.46%
2007 Series A (Refunding and Various Capital Projects)	03/14/07	06/01/28	122,065	121,185	4.27%
2007 Series B (Medical Center Refunding)	08/07/07	06/01/18	110,265	44,640	4.27%
2009 Series A (Various Capital Projects)	06/03/09	06/01/24	25,062	18,453	4.55%
2010 Series A-1 (Capital Project I – Tax Exempt)	11/16/10	06/01/20	6,790	5,915	4.15% <sup>1</sup>
2010 Series A-2 (Capital Project I – Taxable BABs)	11/16/10	06/01/30	13,130	13,130	4.15% <sup>1</sup>
2010 Series A-3 (Capital Project I – Taxable RZBs)	11/16/10	06/01/40	20,700	20,700	4.15% <sup>1</sup>
2010 Series B (Refunding)	11/16/10	06/01/25	17,435	14,475	3.84%
2012 Lease Revenue Obligations	11/11/12	06/01/27	13,210	12,319	2.68%
		<b><i>Total LRBs and LROs</i></b>	<b><u>\$477,962</u></b>	<b><u>\$274,222</u></b>	
<b><u>Pension Obligation Bond Issues (POBs):</u></b>					
Series 2003 A (Taxable)	05/01/03	06/01/22	322,710	258,500	5.36%
		<b><i>Total POBs</i></b>	<b><u>\$322,710</u></b>	<b><u>\$258,500</u></b>	
		<b><i>Grand Total</i></b>	<b><u>\$800,672</u></b>	<b><u>\$532,722</u></b>	

1. The yield shown is the blended TIC for all three indicated series, net of the receipt of federal subsidies of interest cost.

### C. Innovative Transaction

In November 2010, the County’s Public Financing Authority issued \$6.79 million of its 2010 Series A-1 tax-exempt Lease Revenue Bonds, \$13.13 million of its 2010 Series A-2 taxable Build America Bonds (“BABs”), \$20.7 million of its 2010 Series A-3 taxable Recovery Zone Bonds (“RZBs”) (collectively, the “2010 Series A Bonds”), and \$20.7 million of its 2010 Series B Refunding Lease Revenue Bonds. The 2010 Series A Bonds represented an innovative use of specialized bond structures permitted under the American Recovery and Reinvestment Act (ARRA).

The portions of the 2010 Lease Revenue Bonds issued as RZBs and BABs are eligible to receive Federal subsidies of 45% and 35%, respectively, toward bond interest expense. The County obtained \$10.7 million of RZB authorization directly from the federal government in 2009 and another \$10 million from the State in September 2010.

On March 4, 2013 the Internal Revenue Service announced that certain automatic reductions to federal budget items would take place effective March 1, 2013. Based upon the requirements of the Balanced Budget and Emergency Deficit Control Act of 1985, as amended, the automatic reductions are due to so-called “sequestration.” Federal subsidies on BABs and RZBs were reduced by 7.2%,



or a reduction of \$33,938.56 from the scheduled subsidies for the County's June 1, 2014 bond interest cost. Unless Congress otherwise addresses the federal deficit matter, sequestration will occur each federal fiscal year through fiscal year 2024. The sequestration rate is determined at the beginning of the federal fiscal year (October 1).

**D. Intended Issuances of Bonds**

Intended issuances are based on actual spending patterns and expenditure projections prepared by the General Services Division and other departments and are subject to change. Generally, the County expects to issue Lease Revenue Bonds or Lease Revenue Obligations periodically, but no more than once a year for new purposes. Based upon the latest available County projections, the County expects to issue approximately \$20 million in new money bonds in Fiscal Year 2014-15.

In Fiscal Year 2013-14, the County did not issue any bonds.

The County may issue refunding bonds from time to time if significant savings can be achieved. See section E below.

**E. Refundings**

The County Finance Director monitors market conditions for refunding opportunities that, pursuant to the Debt Management Policy, will produce at least 2% net present value savings for each maturity of bonds refunded and a minimum of 4% overall present value savings. Table 3 sets forth the amount of savings achieved on refundings undertaken since 2002. A total of \$9.61 million of net debt service savings were achieved over the remaining terms of bonds refunded since 2002. The County's largest refunding occurred in Fiscal Year 2006-07 when \$200.9 million in Certificates of Participation and Lease Revenue Bonds were refunded as part of the plan of finance for the 2007 Series A and 2007 Series B Lease Revenue Bonds. To the extent that Federal and/or State programs offset debt service cost for projects funded with Lease Revenue Bonds, the County must share the refunding savings attributable to such projects with the Federal and/or State program.

**Table 3  
Lease Revenue Bond Refunding Savings Since 2002  
(as of June 30, 2014)**

<b><u>Refunding Lease Revenue Bond Issue</u></b>	<b><u>Amount Refunded (\$ millions)</u></b>	<b><u>Term of the Refunding Bonds</u></b>	<b><u>Savings (\$ millions)</u></b>	<b><u>Average Annual Savings</u></b>
2002 Series B	\$25.870	18 years	\$0.85	\$49,906
2007 Series A (advance refunding)	61.220	21 years	3.83	182,380
2007 Series A (current refunding)	26.815	14 years	0.90	64,286
2007 Series B	112.845	15 years	2.93	195,333
2010 Series B (current refunding)	17.400	15 years	1.10	73,330
<b>Total</b>	<b><u>\$244.150</u></b>		<b><u>\$9.61</u></b>	<b><u>\$565,235</u></b>

In addition to the traditional refundings described above, the County has issued Pension Obligation Bonds in 1994, 2001 and 2003 to refinance its then-unfunded actuarial accrued liability (UAAL) with the Contra Costa County Employers' Retirement Association (CCCERA). The County's objective is to pay a lower interest cost on the Pension Obligation Bonds than the actuarial interest



cost (i.e. the assumed investment rate) charged by CCCERA, thereby producing savings for the County. Unlike traditional refundings where the prior debt service is fixed, the debt service on a UAAL is not necessarily fixed over the term of its amortization; rather, CCCERA’s investment performance and/or a number of actuarial assumptions could change from year to year, which would result in the UAAL changing as well. For purposes of determining debt service “savings” from the issuance of Pension Obligation Bonds, however, it is typically assumed that the respective UAAL does not change so that the debt service savings are calculated as the difference between the amortization of the respective UAAL at the time of issuance of Pension Obligation Bonds and the debt service on said Pension Obligation Bonds.

For example, in the 2003 Pension Obligation Bond issue, total savings were estimated to be \$113.8 million (\$73 million on a present value basis) over 19 years for average annual savings of about \$6.0 million. The estimated savings reflected the lower interest cost on the bonds (5.36%) versus the 8.35% actuarial interest rate charged by CCCERA at the time, but also assumed CCCERA would earn 8.35% throughout the term of the bonds. The assumed actuarial interest rate has since been lowered to 7.25% meaning that long term savings from Pension Obligation Bonds are also reduced.

CCCERA’s net return on market value of assets for the last five calendar years is presented below in Table 4.<sup>5</sup>

**Table 4**  
**Net Return on Market Value of CCCERA’s Assets**

<u>Year Ending December 31</u>	<u>Net Return on Market Value of Assets</u>
2010	13.3%
2011	2.1%
2012	13.5%
2013	15.7%
2014	7.7%

Unless CCCERA’s future performance produces investment returns above the assumed actuarial rate in some years to offset negative or low investment returns in others, the actual savings from Pension Obligation Bonds may be zero or negative.

To the extent that Federal and/or State programs offset debt service costs for any UAAL, the County must share the savings from the reduced debt service attributable to funding the UAAL with Pension Obligation Bonds with such Federal and/or State program.

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<sup>5</sup> The net return figures are set forth in the Cumulative Performance Statistics section of the Quarterly Review & Performance Measurement Report for the periods ending December 31 posted on CCCERA’s website [www.cccera.org](http://www.cccera.org).

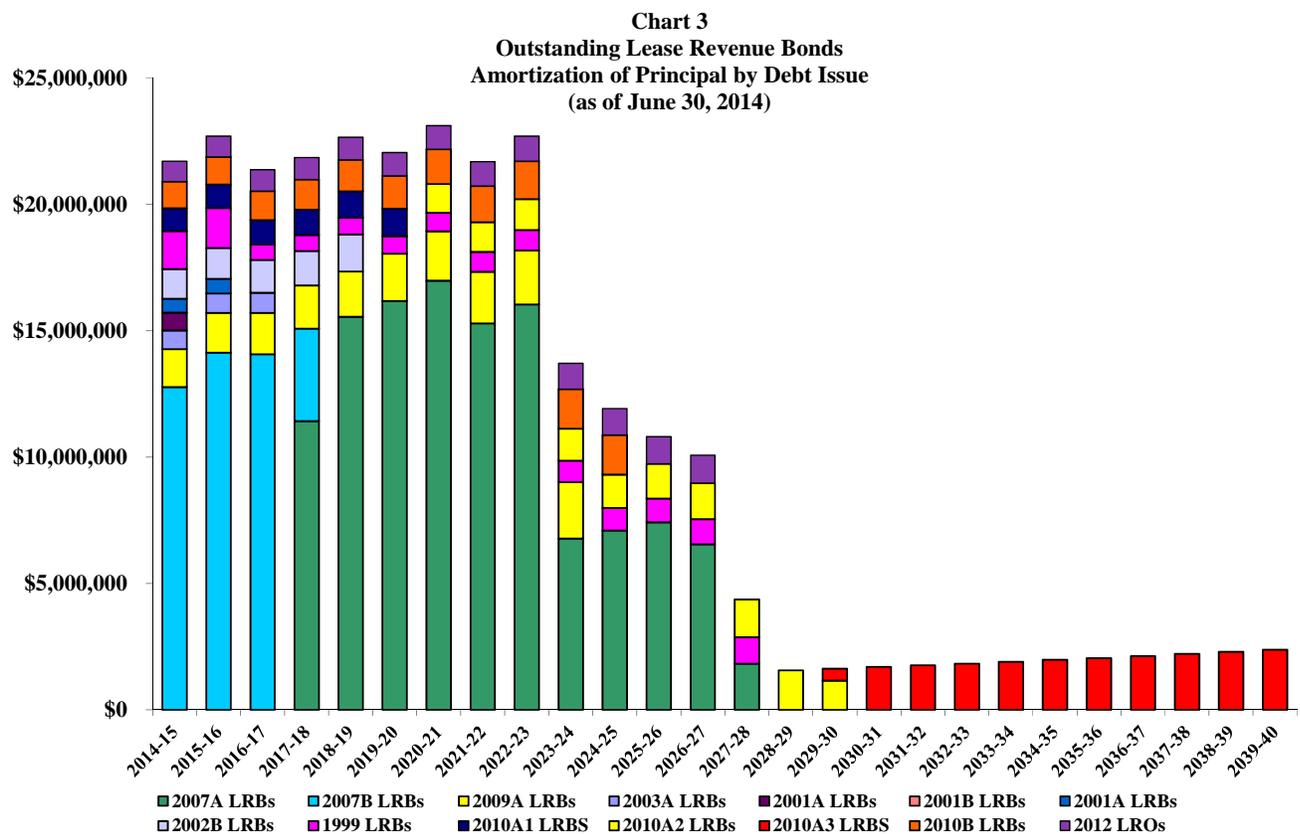


## SECTION II: LEASE REVENUE BOND AND LEASE REVENUE OBLIGATION DEBT

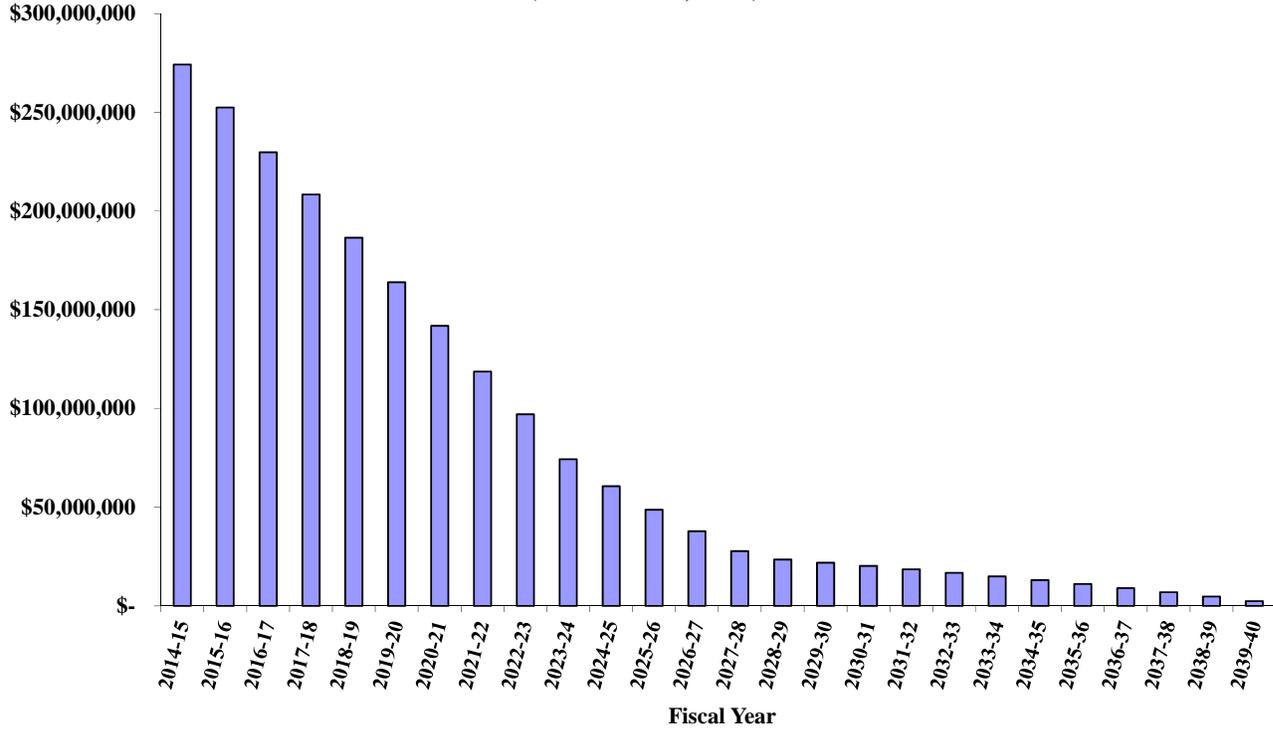
The County has issued Lease Revenue Bonds and Lease Revenue Obligations (“LRBs and LROs” respectively) and, prior to 1998, Certificates of Participation, to fund a variety of capital projects including the construction of the County hospital and regional health clinics, improvements to County social service and employment centers and the acquisition of furnishings and equipment, among others. Debt service on LRBs and LROs is paid either from the County General Fund or Enterprise Funds, depending upon which department is financing the improvements.

The County has historically issued its LRB and LRO debt in fixed-rate mode, the most conservative and stable type of debt. The Debt Affordability Advisory Committee will consider alternative modes, such as variable rate and synthetic fixed rate, when recommended as the appropriate financing structure for a given project.

Shown in Chart 3 is the amortization of principal by issue and by fiscal year for all outstanding LRBs and LROs as of June 30, 2014. Annual principal amortization ranges from about \$21 million until Fiscal Year 2023-24 when it declines to about \$12 million and then falls farther to about \$2 million by Fiscal Year 2028-29. Chart 4 presents the amortization of outstanding principal by fiscal year.



**Chart 4**  
**Amortization of Outstanding Lease Revenue Bond Principal Amounts**  
 (as of June 30, 2014)



**SECTION III: PENSION OBLIGATION BOND DEBT**

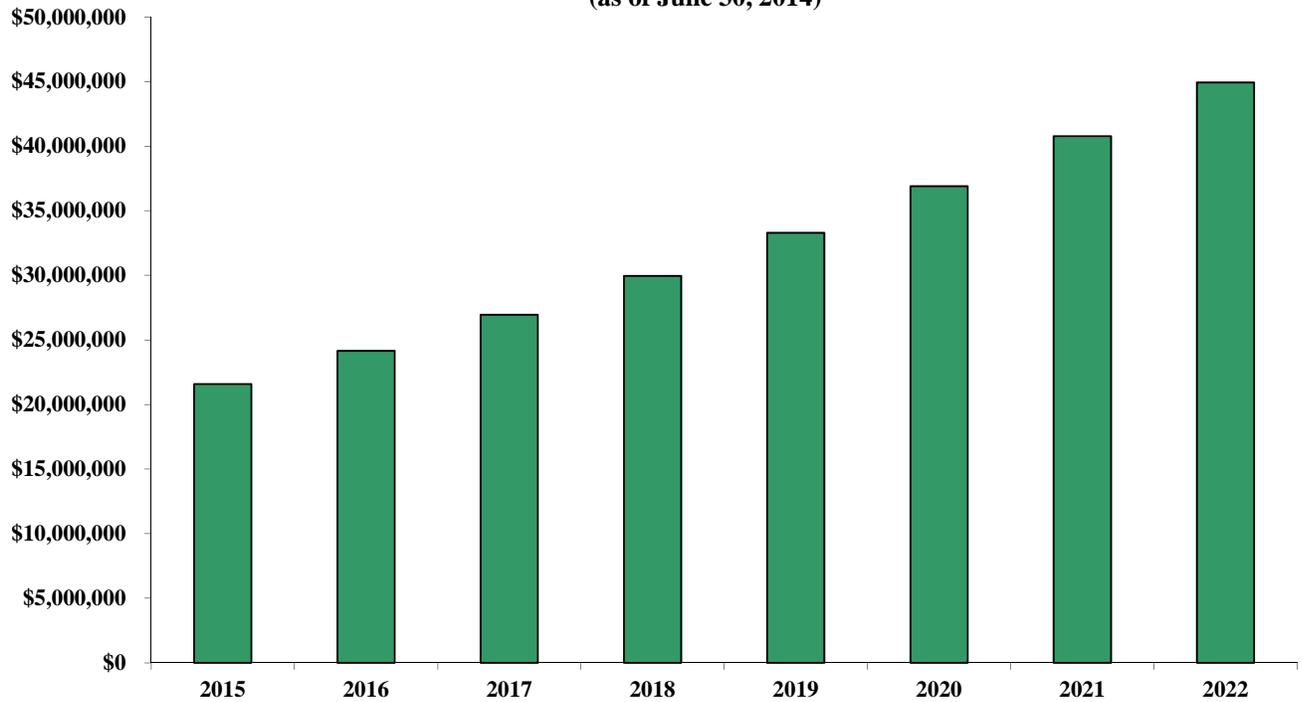
The County has issued Pension Obligation Bonds (“POBs”) to refinance its then-existing UAAL with CCCERA and to restructure prior POBs. Debt service on POBs is paid from the County General Fund or Enterprise Funds, depending upon each department’s pro-rata share of the respective UAAL being refinanced.

For a discussion of the rationale for issuing POBs, see Section I.E. Refundings.

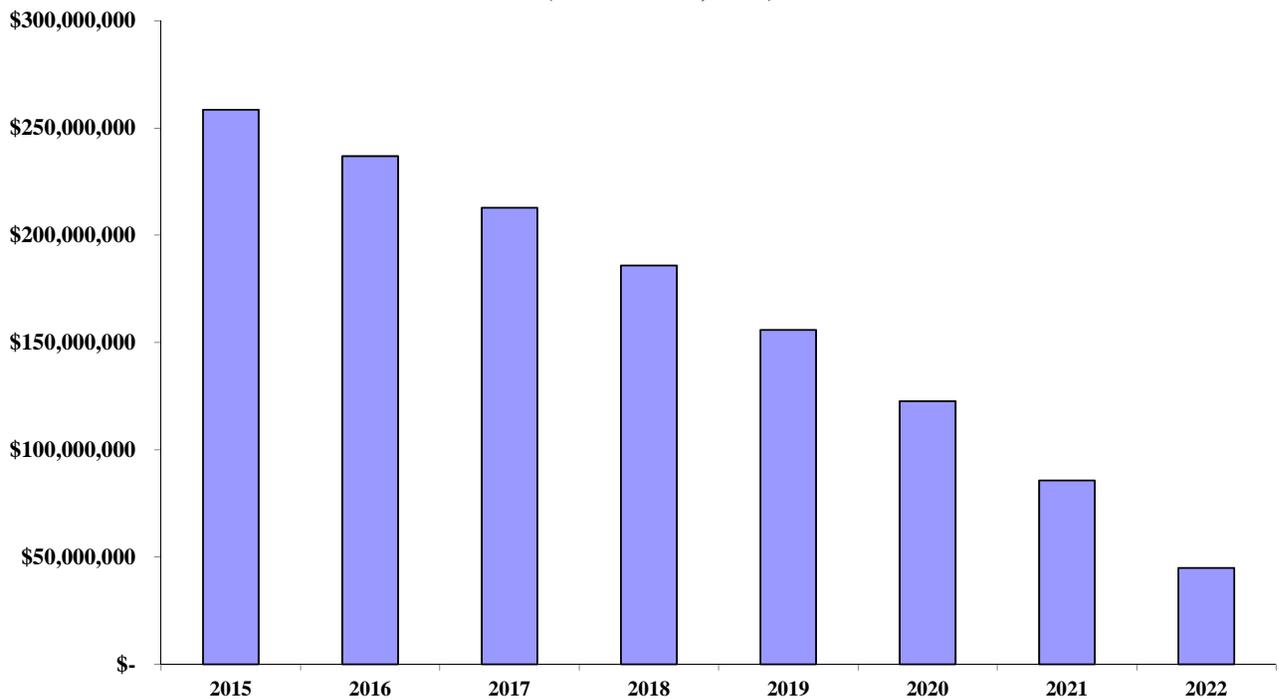
Shown in Chart 5 is the maturity structure of principal by issue and by fiscal year of all outstanding POBs. Chart 6 presents the amortization of aggregate outstanding principal by fiscal year. The POBs issued in 1994 (the “1994 POBs”) have been repaid. The 2001 POBs issue relates to the refinancing of the County’s \$333.6 million UAAL as of January 1, 1994. The 2001 POBs issue restructured a portion of the 1994 POBs issue through a tender process and modestly extended the original final term by two years. The 2001 POBs have been repaid. When the 2003 POBs were issued to finance an approximate then-existing \$319 million UAAL, the term to maturity on the bonds was equal to the Fiscal Year 2021-22 term to maturity used by CCCERA to amortize that UAAL.



**Chart 5**  
**Maturity Structure of 2003 Pension Obligation Bond Principal**  
 (as of June 30, 2014)



**Chart 6**  
**Amortization of Outstanding Pension Obligation Bonds**  
 (as of June 30, 2014)



## SECTION IV: THE COUNTY'S CREDIT RATINGS

### A. Long-Term Credit Ratings on Implied General Obligation Bonds, Pension Obligation Bonds and Lease Revenue Bonds

Long-term credit ratings provided by a rating agency are an independent assessment of the relative credit risk associated with purchasing and holding a particular bond through its scheduled term of repayment. Long-term credit ratings serve as unbiased opinions of a borrower's financial strength and ability to repay its debt on a timely basis. Long-term credit ratings are one of the most important indicators of creditworthiness readily available to the investment community and have a direct impact on the borrowing rates paid by the County.

Standard & Poor's ("S&P") and Moody's Investors Service ("Moody's") currently assign the County an implied General Obligation Bond rating (or "Issuer Rating") of AAA and Aa2, respectively, as shown in Table 4 below. General Obligation Bond ratings are typically one to two notches higher than those of LRBs, owing to the superior credit strength of the *ad valorem* property taxes pledged to repay General Obligation Bonds versus the General Fund pledge that supports repayment of Lease Revenue Bonds. The County's implied General Obligation Bond ratings are "best quality" (S&P) and "high quality investment grade" (Moody's) ratings. S&P and Moody's currently rate the County's POBs AA+ and A1, respectively. Finally, S&P and Moody's currently rate the County's LRBs AA+ and A1 respectively. All of S&P's POB and LRB ratings are in the "high quality investment grade" category whereas Moody's POB and LRB ratings are in the "upper medium investment grade" category.

The S&P ratings on POBs and LRBs tend to be one notch lower than the implied general obligation bond rating, while the Moody's ratings tend to be two notches lower. Beginning in 2001, S&P began to rate lease obligations only one notch (rather than the previous two notches) lower than the issuer's general obligation bond rating; the rationale is that the availability of lease financings is so critical to the issuer's capital funding that the likelihood of repayment is high; hence, the credit strength of leases is greater as a result. However, S&P has recently been evaluating the abandonment of specific rating notching relationships, such that General Obligation Bonds paid from voter-approved *ad valorem* property taxes would be de-linked from general fund credit. This could lead to wider notching between general fund credits and other forms of debt, depending upon the financial performance of the issuer as occurred when Moody's downgraded the County's POBs on February 20, 2013 to the same rating level as LRBs.

In addition to the rating itself, each rating agency publishes an outlook on the rating. Outlooks are either "Positive", "Stable" or "Negative." A "Positive" outlook indicates a possible upgrade in the rating may occur; a "Negative" outlook indicates a possible rating downgrade may occur; and a "Stable" outlook indicates that neither an upgrade nor a downgrade is anticipated to occur.

Almost ten years ago, in December 2005, Moody's downgraded the County's ratings for each type of bond issue by one notch and assigned a Negative outlook to the ratings. S&P assigned a Negative outlook in November 2005, but did not downgrade the ratings. These rating actions were largely attributable to a four-year trend of reduced fund balances in the General Fund. As of June 30, 2007, both Moody's and S&P had removed their respective Negative outlooks on the County's ratings. Citing the County's improved financial flexibility and reserves, each of the two agencies assigned an outlook of "Stable" to the County's ratings. The ratings have had a "Stable" outlook ever since.



Recognizing the importance of maintaining high investment quality ratings, the Board of Supervisors adopted a Reserves Policy on December 20, 2005 that, among other things, established a minimum Unreserved General Fund balance of 5%. Reflecting changes in fund balance measurements promulgated by GASB in Fiscal Year 2009-10, the applicable measure now is the combined “Assigned, Committed and Unassigned” Fund Balances. In addition, the Board of Supervisors adopted a Budget Policy on November 14, 2006 that, among other things, requires the County to maintain structurally balanced budgets. A key objective for the County going forward is keeping its combined Assigned, Committed, and Unassigned General Fund Balance at or above the 5% policy threshold while maintaining structurally balanced budgets so that resources are available to deal with unforeseen fiscal challenges.

<b>Table 5</b>		
<b>Credit Quality Tranches</b>		
<b>(County's Implied G.O. Bond Ratings Highlighted in Yellow)</b>		
<b>(County's Lease and Pension Obligation Bond Ratings Highlighted in Green)</b>		
	<b>Moody's</b> <b>(Since April 9, 2010)</b>	<b>S&amp;P</b> <b>(Since December 18, 2013)</b>
Best Quality	Aaa	AAA
High Quality Investment Grade	Aa1	AA+
	Aa2	AA
	Aa3	AA-
Upper Medium Investment Grade	A1	A+
	A2	A
	A3	A-
Medium Investment Grade	Baa1	BBB+
	Baa2	BBB
	Baa3	BBB-
Below Investment Grade	Ba1 and lower	BB+ and lower

A history of the County’s implied General Obligation Bond, Pension Obligation Bond and Lease Revenue Bond ratings since 1995 is presented in Appendix 2.

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Listed below are the implied General Obligation Bond/Issuer ratings for the County’s cohort counties, namely, the other large, urban counties in California. The County’s performance on various debt and reserve ratio compared to its cohort counties is presented in Section V.B.

	<u>Moody’s</u>	<u>S&amp;P</u>	<u>Recent Changes</u>	<u>“As of” Date</u>
Alameda	Aa1	AA+	None	01/27/2015
Contra Costa	Aa2	AAA	Upgraded by S&P to AAA	09/18/2014
Los Angeles	Aa2	AA+	None	01/06/2015
Orange	Aa1	AA	None	12/19/2014
Riverside	Aa3	AA	None	10/20/2009
Sacramento	A2	A	None	09/30/2013
San Bernardino	Aa2	AA	None	12/20/2013
Santa Clara	Aa2	AAA	None	04/01/2014
San Diego	Aaa	AAA	Upgraded by Moody’s to Aaa	08/12/2014

**B. Long-Term Ratings on the Successor Agency to the Contra Costa County Redevelopment Agency<sup>6</sup>**

The County’s Redevelopment Successor Agency has four outstanding bond issues secured by property tax increment. These issues are not secured by the County’s General Fund or other funds. S&P changed the outlook on three of these bond issues from Negative to Stable in 2013. S&P also raised its rating on the 1999 Bonds to BB- from B in 2014, the ratings for the other outstanding bond issues were affirmed. The ratings by S&P on the four bond issues are as follows:

<u>Bond Issue</u>	<u>Amount Outstanding As of June 30, 2014 (\$000)</u>	<u>Ratings in 2013</u>	<u>Ratings in 2014</u>
1999 Bonds	\$8,615.0	B/Stable	BB-/Stable
2003A Bonds	6,065.0	BBB+/Stable	BBB+/Stable
2007A Senior Bonds	63,315.0*	BB+/Stable	BB+/Stable
2007B Subordinate Bonds	<u>14,450.0</u>	B/Stable	B/Stable
Total	\$92,445.0		

\*Outstanding principal amount includes \$14,185,000 held by the Trustee in a defeasance escrow for the purpose of paying a portion of the scheduled principal due on August 1, 2014, August 1, 2015, August 1, 2016, and August 1, 2017, and to redeem \$13 million principal amount of the 2007A Bonds callable on 8/1/2017.

**C. Short-Term Credit Ratings on Tax and Revenue Anticipation Notes**

The County issued tax and revenue anticipation notes (“TRANS”) from Fiscal Year 1979-80 through Fiscal Year 2002-03 and in Fiscal Years 2005-06 and 2006-07 to finance periodic cash flow deficits. The County always received the highest possible short-term ratings from Moody’s (MIG 1) and S&P (SP-1+) on its prior TRANS, reflecting strong cash flows and ample debt service coverage from both the General Fund and intrafund borrowing sources. The rating agencies also cited the demonstrated accuracy of the cash flows prepared by the Auditor-Controller as a positive factor in the ratings.

<sup>6</sup> These debt issues were issued through the Contra Costa County Public Finance Authority.



## SECTION V: DEBT RATIOS

### A. Use of Debt Ratios

Pursuant to the County's Debt Management Policy set forth in Appendix 3, the Debt Affordability Advisory Committee must calculate certain debt factors and debt burden ratios, compare them to benchmarks and report the results in this Debt Report. Measuring the County's debt performance through the use of debt ratios provides a convenient way to compare the County's credit performance to other borrowers. The most common debt ratios applied to counties are:

- **Ratio of Outstanding Debt to Assessed Value.** The ratio is calculated for both the County's "Direct Debt" (i.e. General Obligation Bonds, Pension Obligation Bonds, Lease Revenue Bonds, and Tax Allocation Bonds). In addition, a ratio is also calculated that measures the aggregation of all debt issues attributable to agencies located in the County and is commonly referred to as "Overall Debt" in the California Municipal Statistics Overlapping Debt Statement. It is important to monitor the levels and growth of Direct Debt and Overall Debt as they portray the debt burden borne by the County's taxpayers and serve as proxies for taxpayer capacity to take on additional debt in the future. It is noted that the County presently does not have any outstanding General Obligation Bonds.
- **Assessed Valuation Per Capita.** The formula for this computation is total Assessed Valuation divided by the population residing within the County's boundaries. This ratio is a measure of the underlying wealth base of the County.
- **Ratio of Outstanding Debt Per Capita.** The formula for this computation is Outstanding Debt divided by the population residing within the County's boundaries. Ratios can be computed for both "Direct Debt Per Capita" and "Overall Debt Per Capita." It is important to monitor one or both of these ratios as they attempt to measure the degree to which debt is concentrated, i.e. whether it is spread across a large or small population.
- **Ratio of Net Direct Debt to General Fund Revenues.** In response to S&P's updated methodology, this ratio is incorporated into the report as it measures the total debt burden on the government's revenue position, rather than the annual cost of debt, which can be manipulated by amortization structures. The formula for this computation is Net Direct Debt divided by total governmental funds revenue, expressed as a percentage.
- **Percentages of Total and Assigned, Committed and Unassigned General Fund Balance.** These ratios are important measures of the financial flexibility of the County, i.e. the ability of the County to absorb the impact of unforeseen events and emergencies such as earthquakes and sudden drops in assessed valuation due to real estate market cycles. Ratios are computed for both "Available Fund Balance as a Percentage of Revenues" and for "General Fund Balance as a Percentage of Revenues." "Available Fund Balance" is calculated as the sum of committed, assigned and unassigned fund balances in the General Fund and is divided by General Fund revenues to compute the ratio. The "General Fund Balance as a Percentage of Revenues" ratio is calculated using the total General Fund Balance divided by revenues.
- **Percentages of Total Government Available Cash.** These ratios measure the availability of cash and cash equivalents to service both annual debt service payments and governmental funds



expenditures. These ratios are an important measure of the availability of liquidity of the County to meet debt service requirements and expenditures. Ratios are computed for both “Total Government Available Cash as a Percentage of Debt Service” and for “Total Government Available Cash as a Percentage of Expenditures.” “Total Government Available Cash” is calculated as the sum of cash, and cash equivalents plus investments (when grouped with cash in the audit).

- **Ratio of Annual Debt Service to General Fund Revenues.** The formula for this computation is annual debt service expenditures divided by General Fund revenues as reported in the most recent Comprehensive Annual Financial Report. This ratio focuses on the extent to which annual debt service payments encroach on other funding needs of the County. It should be noted that a portion of the County’s debt is paid by departments outside the General Fund, but such debt is treated as General Fund only for purposes of this ratio.
- **Ratio of Annual Debt Service to General Fund Expenditures.** The formula for this computation is annual debt service expenditures divided by General Fund expenditures as reported in the most recent Comprehensive Annual Financial Report. This ratio measures debt service as a percentage of expenditures and encompasses the annual fixed-cost burden that debt places on the County. Again, as noted, a portion of the County’s debt is paid by departments outside the General Fund, but such debt is treated as General Fund only for purposes of this ratio.

## **B. County’s Compliance with Debt Management Policy; Debt Levels Compared to Other Counties**

By population, the County is one of the largest counties in California as well as in the United States. On the basis of its size, one could argue that it is appropriate to compare the County to other entities with similar size. However, those types of entities comprise a heterogeneous collection of cities, states, school districts and other public agencies rather than a homogenous group such as counties. At the same time, the funding of counties across the United States is not uniform. It would be ideal to compare the County to counties in California; however, published debt ratios and benchmarks tend to be on a national basis except for occasional reports and comparative data prepared on California counties. In order to use published ratios and to compare the County to counties with similar economic bases, the Debt Management Policy requires the Debt Affordability Advisory Committee to include a comparison of the County to other large, urban counties, preferably rated in the double-A category, using published data from S&P and Moody’s. Currently, Moody’s and S&P publish data on counties nationwide but have not recently published reports on California counties alone.

In rating the County, Moody’s utilizes the principal methodology “US Local Government General Obligation Debt” that was published in January 2014, replacing the Rating Methodology for General Obligation Bonds Issued by US Local Governments published in April 2013. The April 2013 methodology replaced Moody’s General Obligation Bonds Issued by U.S. Local Government methodology originally published in October 2009, under which the County had historically been rated. This newest methodology increased the weight assigned to debt and pensions, reduced the weight attached to economic factors and introduced a scorecard that assigned weights and values to the factors Moody’s considers most important in local GO bond analysis. While Moody’s updated methodology reflects many of the same core principles that have been historically used to assigning ratings to this sector, there was a change to one of the debt affordability measures that has been



incorporated into this report. Specifically, previous reports incorporated “Unassigned General Fund Balance as Percentage of Revenues” as a debt affordability measure that Moody’s monitored, and the County compared its ratio to national medians for this measure. This measure has been replaced in Moody’s methodology with “Cash Balance (or Available General Fund Balance which is defined as net Cash available in the Operating Funds) as a Percentage of Revenues”. For most counties, the General Fund is the principal operating fund, and the available fund balance includes committed, assigned and unassigned fund balances. This report incorporates this new debt affordability measure and calculates the County’s performance compared to medians of similarly rated counties and Moody’s national medians for 2013.

Similar to Moody’s, S&P published an updated criteria for “U.S. Local Governments General Obligation Ratings: Methodology and Assumptions” in September 2013 that replaced the previously utilized criteria published in October 2006. With the new methodology, S&P introduced a scorecard aimed to make ratings more comparable across geographies and to enhance transparency. Like Moody’s, S&P built on previous criteria and encompassed the same core principles. However, there were some changes to the debt affordability measures that this report previously analyzed. Specifically, S&P no longer measures “Direct Debt Per Capita” and instead reviews “Direct Debt as a Percentage of Revenues.” Additionally, instead of analyzing “Fund Balance as a Percentage of Revenues,” S&P now looks at “Available Cash as a Percentage of Debt Service” and as a “Percentage of Expenditures.” Finally, S&P now reviews “Total Debt Service as a Percentage of General Fund Expenditures.” Debt Service as a percentage of expenditures measures the annual fixed-cost burden that debt places on the government. Debt-to-Revenues measures the total debt burden on the government’s revenue position rather than the annual cost of the debt, which can be manipulated by amortization structures. Montague DeRose and Associates (“MDA”), the County’s financial advisor, has incorporated the medians for these measures for the counties rated by S&P into the analysis of the County’s debt affordability measures, and has incorporated these ratios into MDA’s database calculations.

As noted, the Debt Affordability Advisory Committee decided to include California county comparisons using the database compiled by MDA; this data compares the County to its cohort of large, urban counties without regard to the ratings of the individual counties, from data provided in each respective county’s CAFR as of June 30, 2014.<sup>7</sup> Additionally, as the methodologies for Moody’s and S&P have been updated with new ratios, MDA has also calculated the respective metrics for the County and the cohort counties to facilitate evaluation.

Table 6 below sets forth the debt affordability measures for Direct Debt and Overall Debt, General Fund Balance and Per Capita performance of the County compared to medians and/or means of counties whose ratings are in the AAA rating category by S&P and in the AA rating category by Moody’s. There are presently no published medians or means regarding lease debt service ratios, but data from MDA’s database are presented. In addition, Table 6 sets forth additional debt affordability measures comparing the County to other California urban counties using the MDA database<sup>8</sup>.

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<sup>7</sup> The MDA database does not include City and County of San Francisco because it is both a city and a county.

<sup>8</sup> The Moody’s nationwide medians are from the publication “2013 U.S. Local Government Medians Demonstrate Stability of Sector.” The S&P nationwide means and medians are from the publication “General Obligation Medians for Counties Under the Revised Local GO Criteria: 2Q 2014 Update.”



**Table 6**  
**County's Debt Affordability Measures**  
**(As of June 30, 2014)**

<b>Debt Affordability Measure</b>	<b>Benchmark</b>	<b>Benchmark's Value</b>	<b>County Actual</b>
Direct Debt to Assessed Value	Moody's Median for Large Aa Rated Counties Nationwide (At Least 1,000,000 Population)	0.38%	0.38%
	MDA's Large Urban California County Median	0.42%	
Overall Debt to Assessed Valuation	Moody's Median for Large Aa Rated Counties Nationwide (At Least 1,000,000 Population)	2.89%	3.63%
	MDA's Large Urban California County Median	3.50%	
Assessed Valuation (or Market Value) Per Capita	Moody's Median for Large Aa Rated Counties Nationwide (At Least 1,000,000 Population)	\$117,260	\$142,288
	Standard & Poor's AAA GO Median for Counties Under Revised Local GO Criteria: 2Q 2014 Update	\$110,504	
	MDA's Large Urban California County Median	\$127,094	
Direct Debt Per Capita	MDA's Large Urban California County Median	\$456	\$547
Direct Debt as Percentage of Governmental Funds Revenue	Standard & Poor's AAA GO Median for Counties Under Revised Local GO Criteria: 2Q 2014 Update	70%	32%
	MDA's Large Urban California County Median	32%	
Available General Fund Balance as Percentage of Revenues (Note: this measures Operating Funds Balance and includes Assigned, Unassigned and Committed Balances in this calculation)	Moody's Median for Large Aa Rated Counties Nationwide (At Least 1,000,000 Population)	17%	17%
	MDA's Large Urban California County Median	17%	
General Fund Balance as Percentage of Revenues	Moody's Median for Large Aa Rated Counties Nationwide (At Least 1,000,000 Population)	19%	18%
	MDA's Large Urban California County Median	19%	
Total Government Available Cash as Percentage of Debt Service	Standard & Poor's AAA GO Median for Counties Under Revised Local GO Criteria: 2Q 2014 Update	677%	470%
	MDA's Large Urban California County Median	689%	



**Table 6 (Continued)**  
**County's Debt Affordability Measures**  
**(As of June 30, 2014)**

Debt Affordability Measure	Benchmark	Benchmark's Value	County Actual
Total Government Available Cash as Percentage of Expenditures	Standard & Poor's AAA GO Median for Counties Under Revised Local GO Criteria: 2Q 2014 Update	47%	41%
	MDA's Large Urban California County Median	43%	
Debt Payments as a Percentage of General Fund Revenues	MDA's Large Urban California County Median	5.4%	7.9%
Total Debt Service as Percentage of General Fund Expenditures	Standard & Poor's AAA GO Median for Counties Under Revised Local GO Criteria: 2Q 2014 Update	7%	9%
	MDA's Large Urban California County Median	5%	

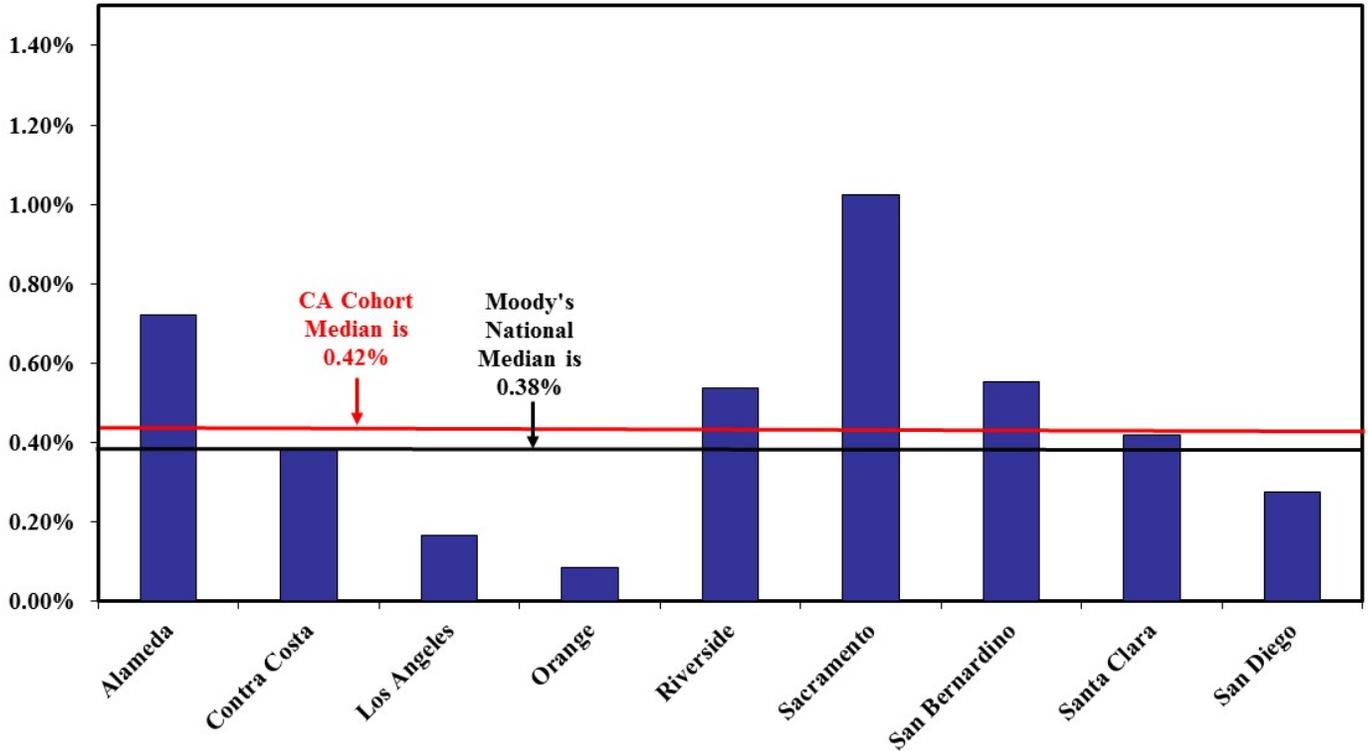
The data in Table 6 shows that the County's performance is better than the national benchmark on two of the eleven measures: Assessed Valuation Per Capita, which reflects the County's strong underlying wealth base relative to its size; and Direct Debt as a Percentage of Governmental Funds Revenue, which reflects the low debt burden on the County's revenue position. The Available General Fund Balance as Percentage of Revenues, which reflects the County's increases in revenue and healthy balances is in line with the national and cohort medians. The County's performance on Overall Debt to Assessed Value and Direct Debt to Assessed Value is mixed; Direct Debt to AV is on par with Moody's national median and is slightly better than the MDA median. With regards to Overall Debt to AV, the County is worse than the Moody's national median and the MDA median. As noted previously, S&P no longer measures Direct Debt Per Capita and as such, there is no national median reported for this ratio. However, the County performed worse than the cohort median for this measure. The County performed worse than the cohort median and S&P's national medians for Total Government Available Cash as a Percentage of Debt Service, Available Cash as Percentage of Expenditures, and Debt Service as a Percentage of Expenditures. It should be noted, though, that the gaps are not as wide when the County is compared to its California cohorts as when compared against large counties nationwide. While the comparison to California counties is arguably more relevant, the Committee notes that the rating agencies evaluate the County relative to a broader universe of counties and, thus, the comparisons to counties nationwide are important to monitor.

Below are presented charts from the MDA database that provides a closer look at the County versus its California cohorts on each benchmark.



The County's ratio of Direct Net Debt to Assessed Valuation is on par with the national median but slightly better than the California cohort median. Orange and Los Angeles Counties performed best on this ratio.

**Chart 7**  
**Direct Net Debt as Percentage of Assessed Valuation**  
**(as of June 30, 2014)**



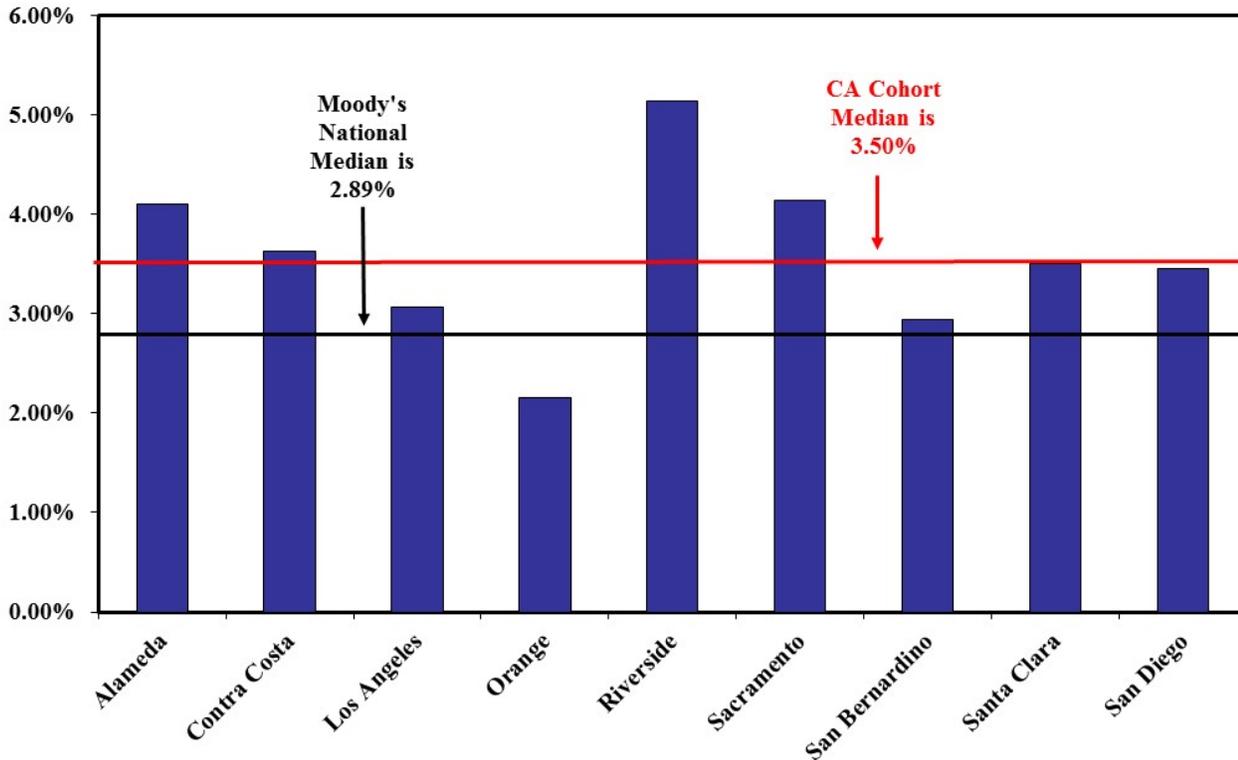
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The County's ratio of Overall Net Debt to Assessed Valuation is above the Moody's median and the California cohort median. Orange County performed best on this measure, while Sacramento, Riverside, and Alameda performed worst on this measure.

**Chart 8**

**Overall Net Debt as Percentage of Assessed Valuation  
(as of June 30, 2014)**



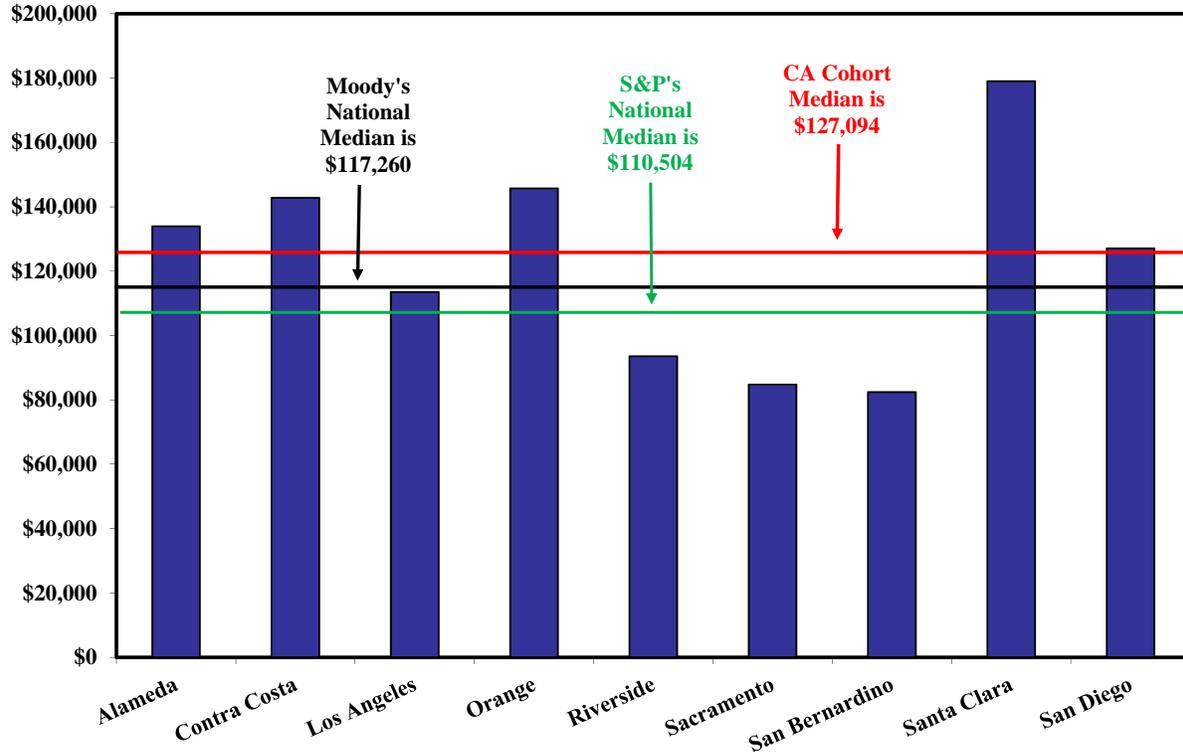
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The County's performance on Assessed Valuation Per Capita is better than both the national and California cohort medians. This reflects the County's strong underlying wealth base relative to the other counties. Only Santa Clara County and Orange County outperformed the County on this measure. Four of the counties – Los Angeles, Riverside, Sacramento and San Bernardino - were below the Moody's national median of \$117,260 and three of the counties – Riverside, Sacramento, and San Bernardino were below the S&P national median of \$110,504.

**Chart 9**

**Assessed Valuation Per Capita  
(as of June 30, 2014)**



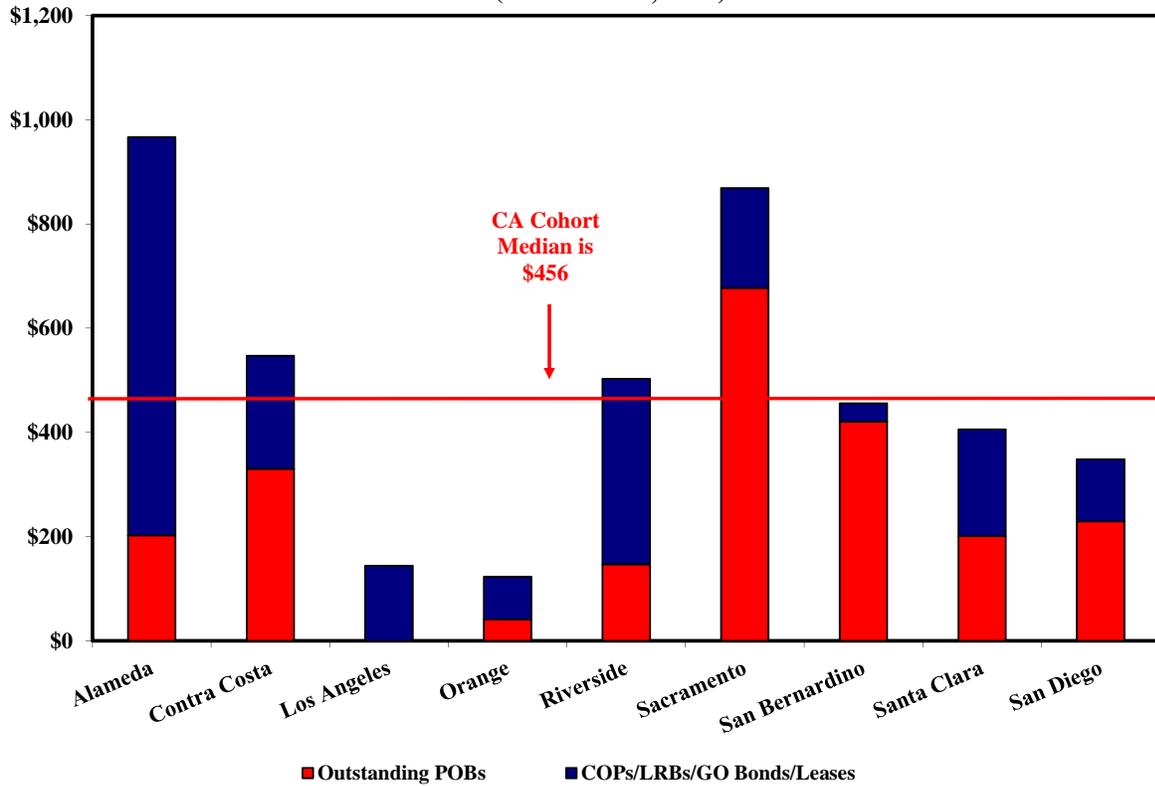
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As noted previously, S&P no longer reviews Direct Debt per Capita, however, the County's performance on Direct Debt Per Capita is worse than the California cohort median calculated by MDA. Orange County has Pension Obligation Bond debt, but a portion of it is economically defeased and not shown in the chart. It should be noted that the data in the chart does not reflect Federal and/or State reimbursement offsets to debt service, so many of the counties above the national and/or California medians might actually be closer to it.

**Chart 10**

**Direct Debt Per Capita  
(as of June 30, 2014)**

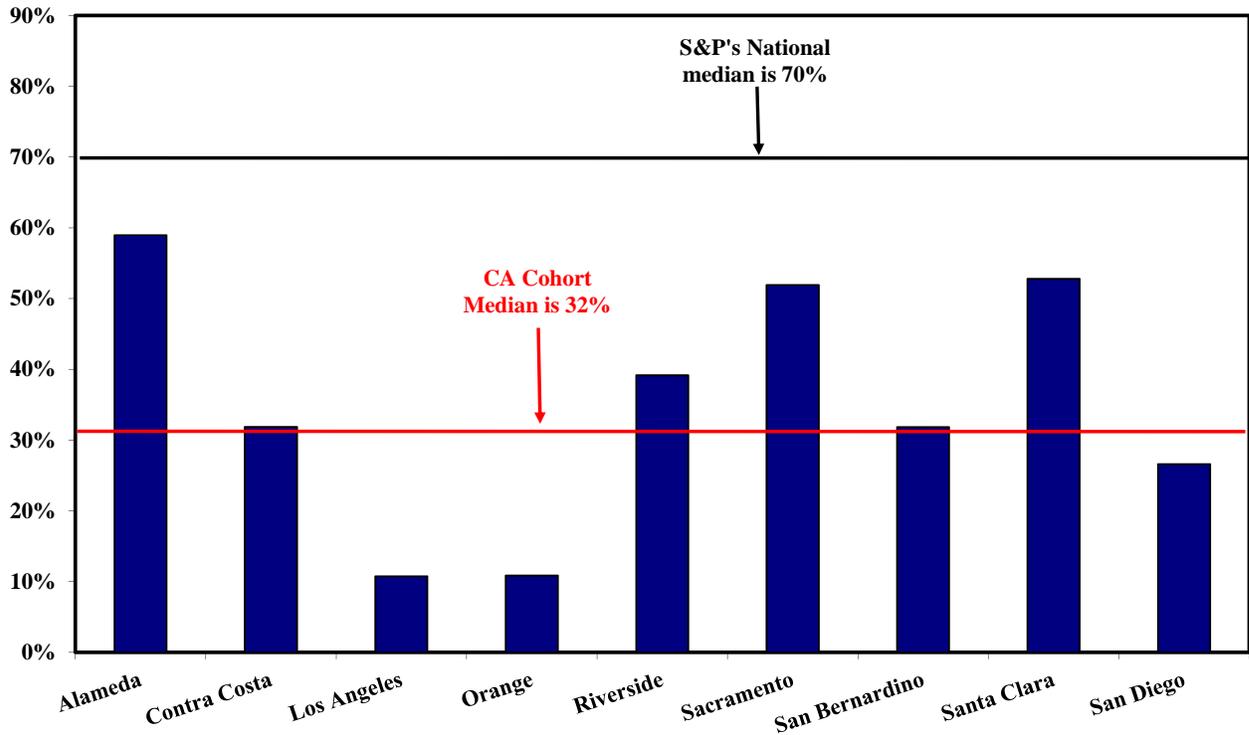


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The County's Direct Debt as Percentage of Revenues was fifth among the counties, in line with the cohort median, but significantly better than S&P's national median of 70%. Alameda, Sacramento and Santa Clara counties had the worst performance against this metric, although they were still better than the S&P median.

**Chart 11**  
**Direct Debt as % of Revenues**  
**(as of June 30, 2014)**

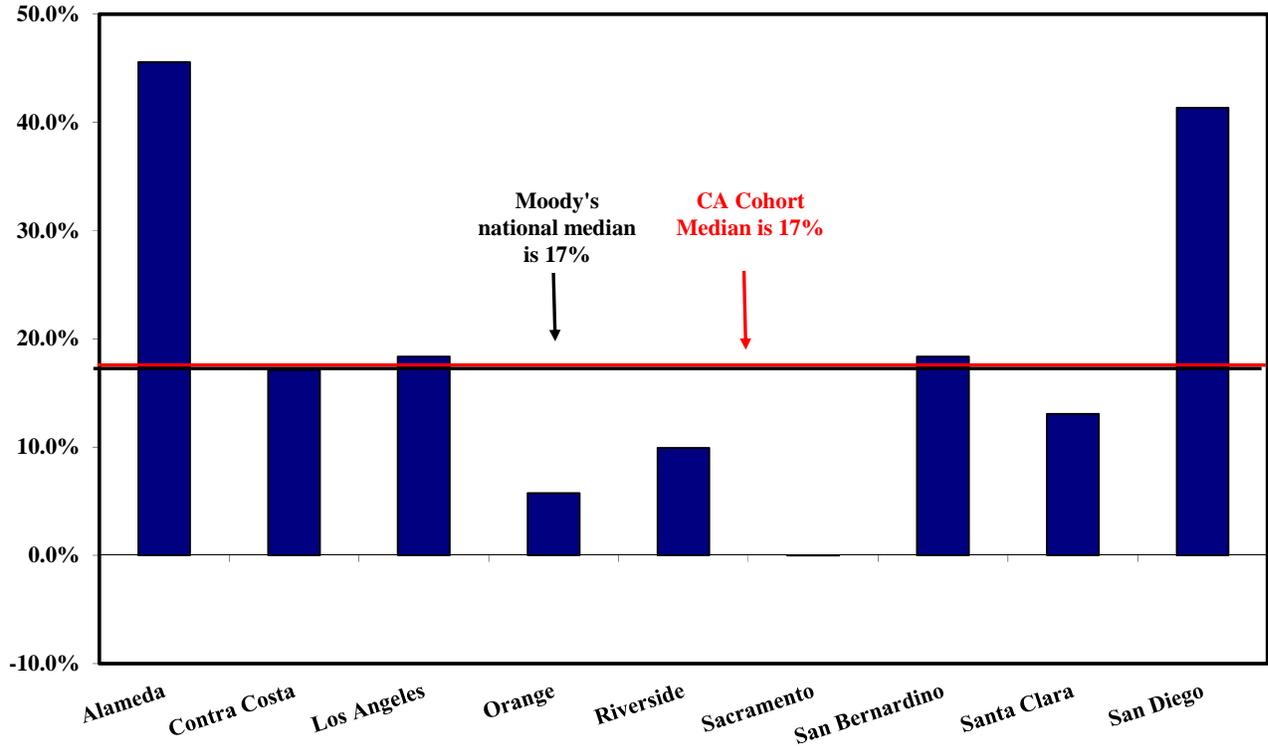


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The County's Available Fund Balance as a Percentage of Revenues was on par with the cohort and Moody's national medians and only lower than Alameda and San Diego counties. Sacramento County recorded a negative balance.

**Chart 12**  
**Available Fund Balance as % of Revenues**  
 (as of June 30, 2014)



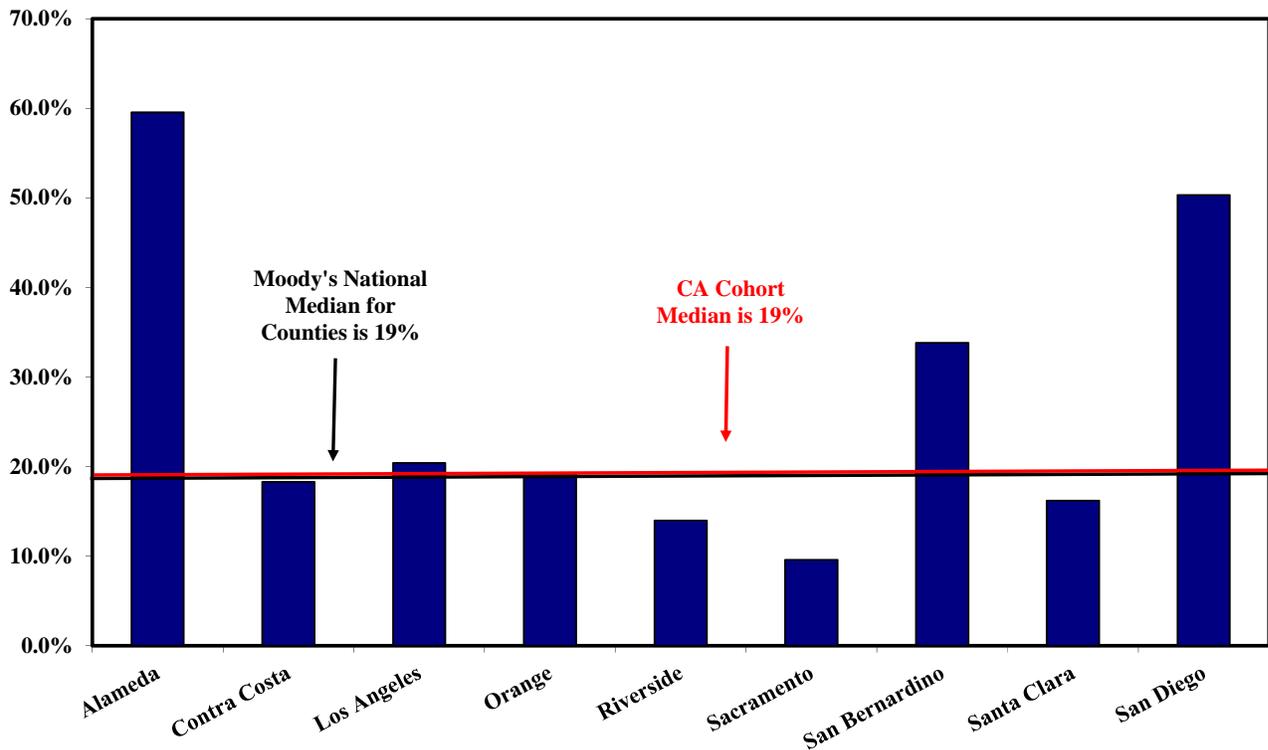
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The County's total General Fund Balance as a Percentage of Revenues was fourth lowest among the counties at 18%. The cohort's median was equivalent to the Moody's national median of 19%. Alameda, San Diego and San Bernardino outperformed the other counties by a significant margin. It should be noted that a large portion (60%) of Orange County's General Fund Balance is comprised of Nonspendable Fund Balance, most of which represents discounted pre-payments to the Orange County Employees Retirement System for a portion of Fiscal Year 2013-14 pension costs.

**Chart 13**

**Total Fund Balance as % of General Fund Revenues  
(as of June 30, 2014)**



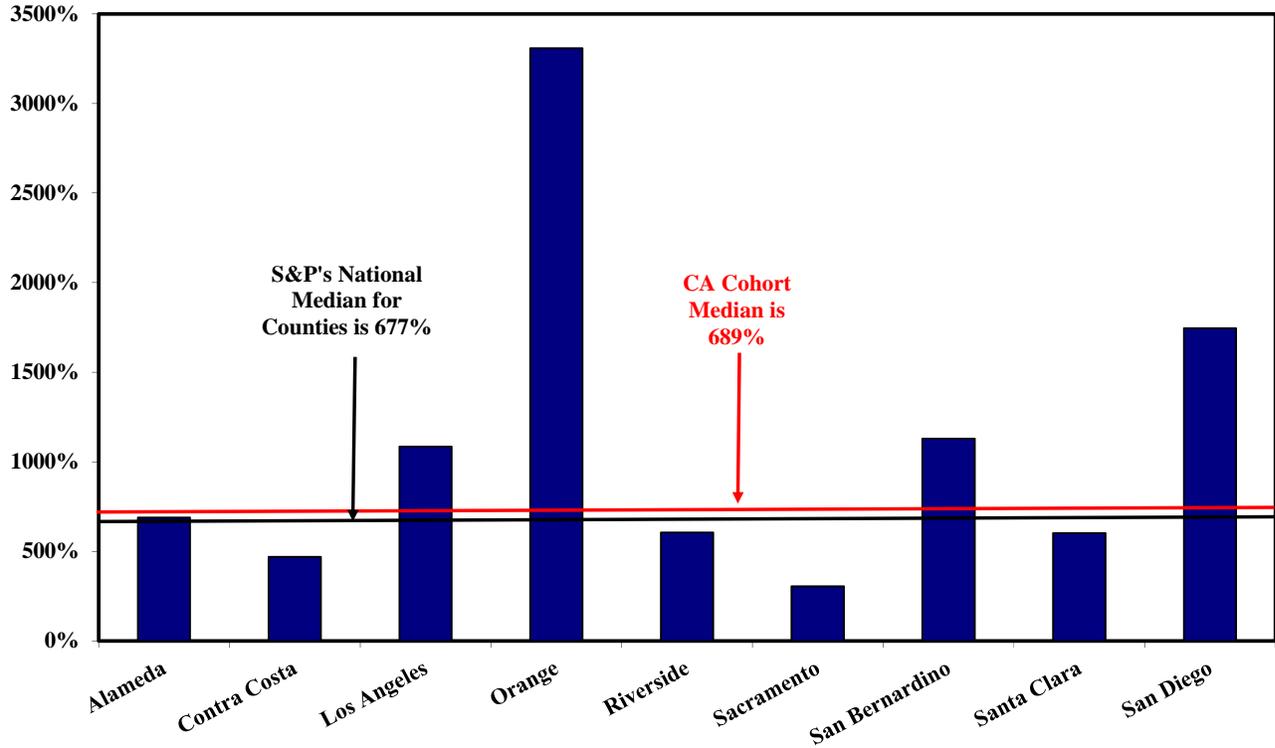
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The County's Total Available Cash as a Percentage of Debt Service was the second lowest among the counties. Orange, San Diego, San Bernardino and Los Angeles outperformed the other counties by a significant margin.

**Chart 14**

**Total Available Cash as % of Debt Service  
(as of June 30, 2014)**

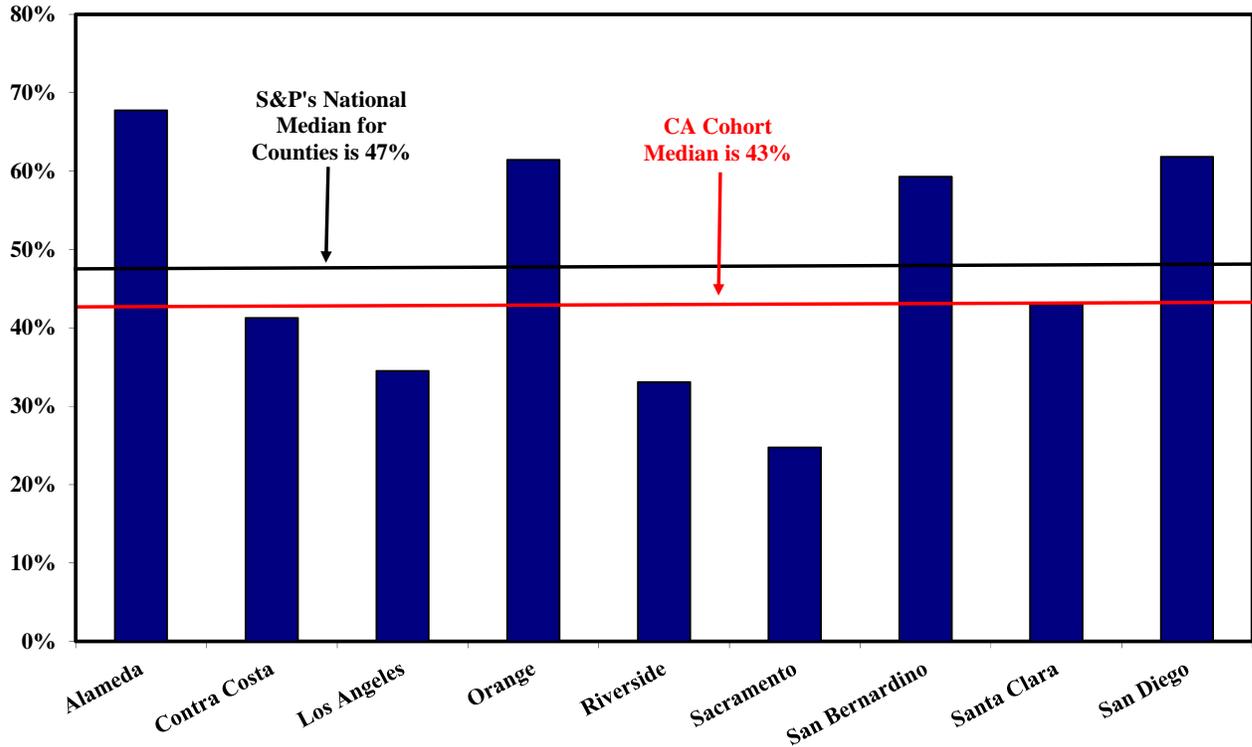


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The County performed slightly worse than the cohort median for Available Cash as a Percentage of Expenditures. The cohort median was also below S&P's national median for this metric. Alameda, Orange, San Bernardino and San Diego counties performed best against this metric.

**Chart 15**  
**Total Available Cash as % of Expenditures**  
 (as of June 30, 2014)

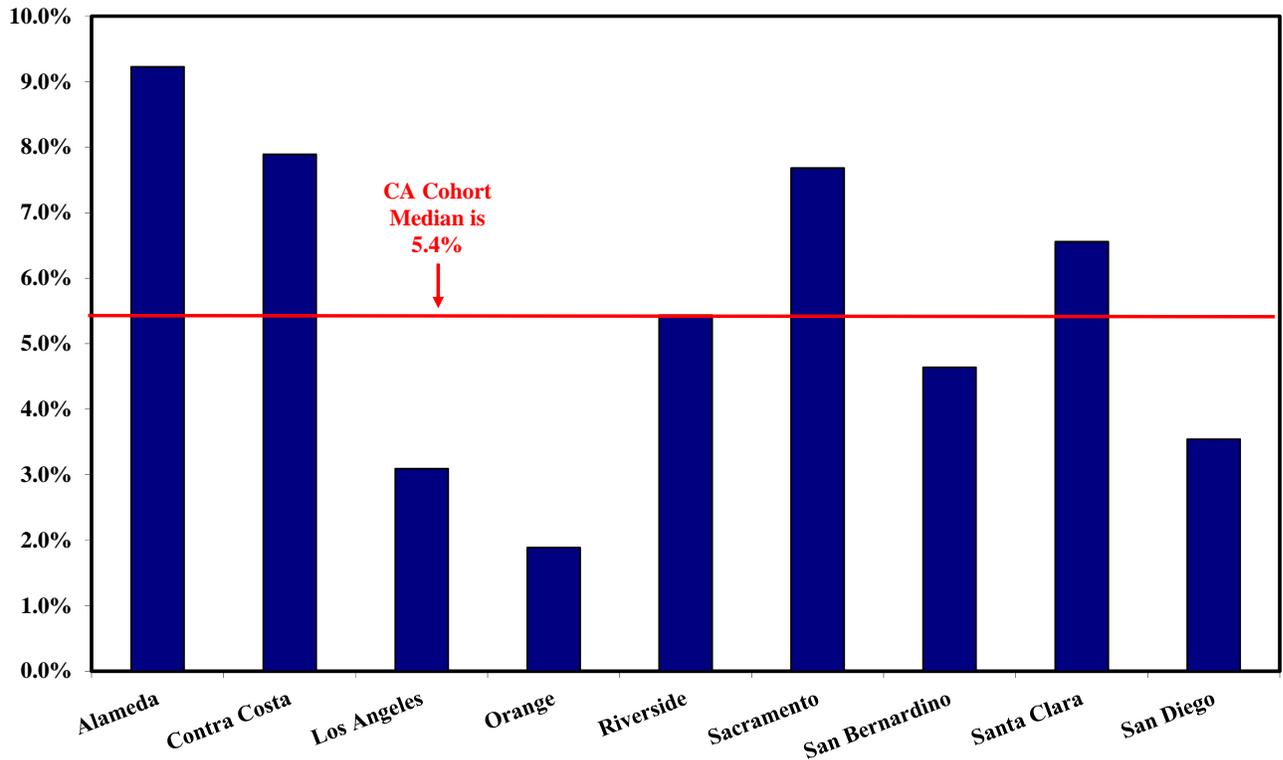


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Alameda County had the highest annual debt service burden among the counties as measured by Annual General Fund Debt Service as a Percent of General Fund Revenues. Contra Costa County had the second highest annual debt service burden followed closely by Sacramento County. While the County improved upon this metric in the past couple of years, its relatively poor performance may reflect the large decline in County revenues compared to the cohort counties due to prior weakness in assessed valuation performance.

**Chart 16**  
**Annual General Fund Debt Service Burden**  
**as Percent of GF Revenues**  
**(as of June 30, 2014)**

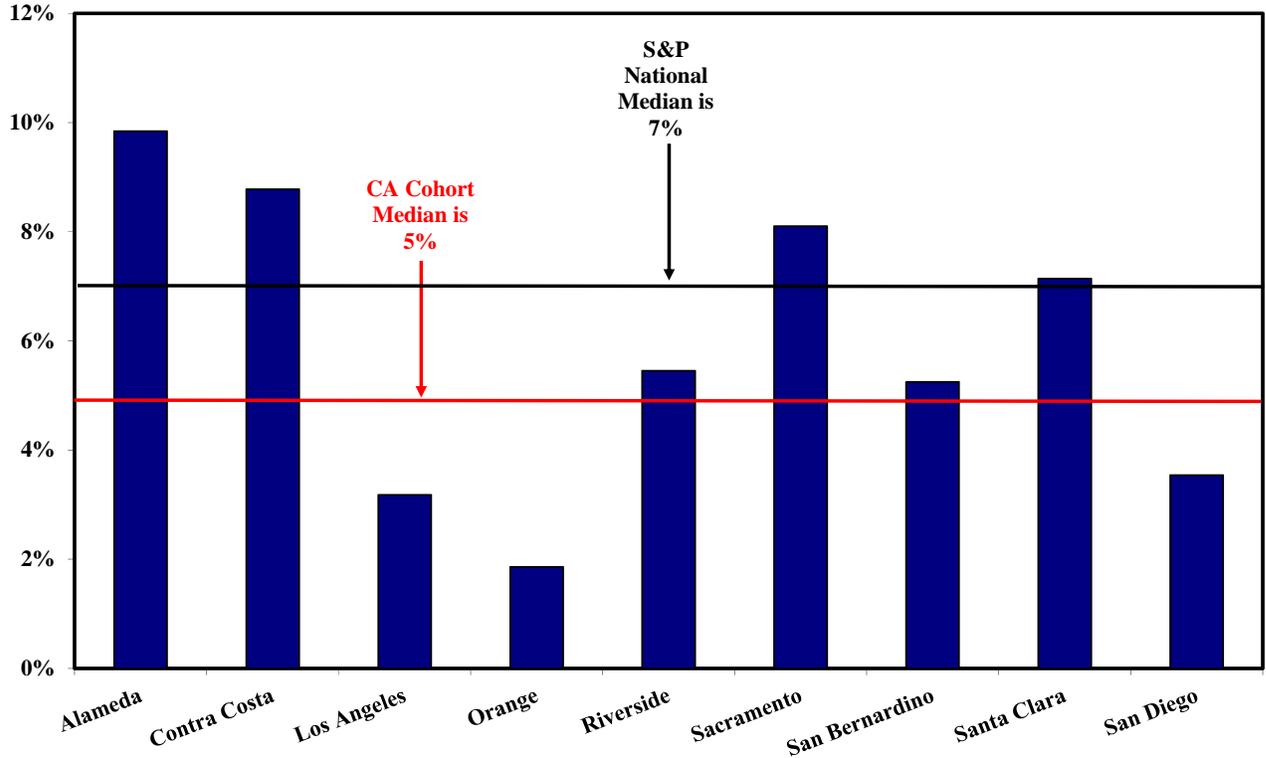


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Alameda County had the highest annual debt service burdens among the counties as measured by Annual General Fund Debt Service as a Percent of General Fund Expenditures. Once again, Contra Costa County and Sacramento had the second and third highest annual debt service burdens. The cohort performed better against this metric than S&P’s national median.

**Chart 17**  
**Annual General Fund Debt Service Burden**  
**as Percent of GF Expenditures**  
**(as of June 30, 2014)**



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**SECTION VI: UNFUNDED PENSION OBLIGATIONS AND OTHER POST-EMPLOYMENT BENEFITS (OPEB)**

The rating agencies have indicated they consider an agency’s management of its respective unfunded actuarial accrued liabilities for pension costs (Pension UAAL) and Other Post-Employment Benefits (OPEB UAAL) to be significant credit factors, as Pension UAAL and OPEB UAAL costs can affect an agency’s financial flexibility and performance. In Tables 7 and 8 below, the comparative Pension UAAL and OPEB UAAL performance of the cohort urban counties is presented, using information presented in the respective county CAFRs.

It should be noted that the underlying actuarial assumptions for the measurement of the Pension UAAL may vary from county to county, and that the Pension Funded Ratio may be higher than otherwise due the particular County having deposited the proceeds of POBs in the pension system. The amounts of outstanding POBs for the particular counties are presented in the table below to provide a more complete picture of pension-related debt.

The County had the fifth highest Pension Funded Ratio. In addition to the Pension UAAL, the County also had \$258.5 million of outstanding pension obligation bonds.

**Table 7  
Comparative County Pension System UAALs and Funded Ratios  
(as of June 30, 2014)**

<b>County</b>	<b>Pension UAAL</b>	<b>Pension Actuarial Valuation Date</b>	<b>Pension Funded Ratio</b>	<b>Outstanding POBs</b>
Alameda	\$1,650,743,000	December 31, 2013	75.90%	\$318,892,000
Contra Costa	1,823,681,000 <sup>1</sup>	December 31, 2013	76.40%	258,500,000 <sup>2</sup>
Los Angeles	13,315,360,000	June 30, 2013	75.00%	0
Orange	3,391,000,000	June 30, 2014	60.53%	127,206,000
Riverside	1,543,829,000	June 30, 2014	79.35%	334,510,000
Sacramento	1,267,935,000	June 30, 2014	85.20%	990,308,000
San Bernardino	1,943,517,000	June 30, 2014	79.95%	877,230,000
Santa Clara	2,653,628,000	June 30, 2013	72.50%	375,419,144
San Diego	2,031,241,000	June 30, 2014	83.30%	732,330,000

- (1) The County-only portion of the UAAL was estimated by the actuary to be \$1,260,363,000. It is likely that the respective county-only portions of the UAALs for the other counties in the table are less than 100% of the related UAAL, but the data is not available.
- (2) Represents County Pension Obligation Bonds. In addition, Contra Costa Fire Protection District has \$99,945,000 in Pension Obligation Bonds outstanding.



Among the nine counties with an OPEB liability, the County had the fifth highest OPEB Funded Ratio and the second highest OPEB UAAL as a percentage of payroll.

**Table 8  
Comparative OPEB UAAL**

<b>County</b>	<b>OPEB UAAL</b>	<b>OPEB Funded Ratio</b>	<b>OPEB UAAL as % of Payroll</b>	<b>OPEB Actuarial Valuation Date</b>
Alameda	\$106,949,000	85.2%	11.7%	December 31, 2013
Contra Costa	794,422,000	14.0%	129.4%	January 1, 2014
Los Angeles	25,733,000,000	0.0%	388.7%	July 1, 2012
Orange	418,061,000	27.1%	35.6%	June 30, 2013
Riverside	17,065,000	61.1%	1.6%	July 1, 2013
Sacramento	115,690,000	0.0%	15.3%	June 30, 2013
San Bernardino	0	N/A	N/A	Not applicable
Santa Clara	1,869,900,000	23.1%	127.8%	June 30, 2014
San Diego	180,238,000	2.7%	17.1%	June 30, 2012

## SECTION VII: DERIVATIVES

Some municipal issuers undertake derivative transactions such as interest rate swaps in connection with variable rate bond issues and, less often, in connection with fixed rate bond issues. The purpose of a swap is to hedge the interest rate risk associated with the underlying bonds. Pursuant to GASB Statement No. 64, municipal entities must disclose their derivative exposure in their annual audits and provide the estimated mark-to-market value of the derivative. The mark-to-market value will fluctuate depending upon prevailing interest rates at the time of the audit and is meant to provide an estimate of the gain or loss on the derivative position should the interest rate swap be terminated at that time. Interest rate swaps contain provisions that include, among other things, automatic termination events if downgrades in the credit ratings of the municipal entity or the swap counterparty or both reach certain levels. Table 9 provides a summary of the derivative positions of the cohort counties as of June 30, 2104. The County had no derivative exposure.

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**Table 9  
Comparative Interest Rate Swap Positions**

<b>County</b>	<b>Number of Swaps</b>	<b>Notional Amount</b>	<b>Fair Value as of 6/30/2014</b>	<b>Final Maturity Date(s)</b>
Alameda	0	Not applicable	Not applicable	Not applicable
Contra Costa	0	Not applicable	Not applicable	Not applicable
Los Angeles	0	Not applicable	Not applicable	Not applicable
Orange	0	Not applicable	Not applicable	Not applicable
Riverside	1	\$76,300,000	-\$52,500,000	2032
Sacramento	3	\$561,970,000	-\$158,804,000	2030, 2034, and 2039
San Bernardino	0	Not applicable	Not applicable	Not applicable
Santa Clara	1	\$142,050,000	-\$16,976,000	2035
San Diego	0	Not applicable	Not applicable	Not applicable

**SECTION VIII: OUTSIDE MEMBERS OF THE FINANCING TEAM**

Pursuant to the Policy, the County includes its general financial advisor, underwriters, investment advisor, bond counsel and disclosure counsel as members of the financing team that, in addition to completing new issuances of debt, provide feedback to the Debt Affordability Advisory Committee on various debt matters. The following firms are currently members of the financing team<sup>9</sup>:

- Montague DeRose and Associates – Financial Advisor
- Orrick, Herrington & Sutcliffe LLP – Bond and Tax Counsel
- Schiff Hardin LLP – Disclosure Counsel
- Bond Logistix – Investment Advisor and Arbitrage Rebate Calculation Agent
- Quint & Thimmig – Bond Counsel, Tax Allocation Bonds
- Underwriters:
  - Banc of America Securities LLC – Merrill Lynch
  - Barclays Capital
  - Citigroup
  - J.P. Morgan
  - Loop Capital
  - Piper Jaffray
  - Raymond James/Morgan Keegan
  - RBC Capital Markets
  - Stifel Nicolaus & Co. - De La Rosa

<sup>9</sup> The underwriter pool was reopened in March 2009 due to the significant changes in the number of underwriting firms and movement of bankers among firms. The underwriters listed were appointed to the new underwriting pool in April 2009.



**APPENDIX 1**

**Contra Costa County  
Debt Service Requirements for Outstanding Lease Revenue and Pension Obligation Bonds  
(As of June 30, 2014)**

<b>Fiscal Year</b>	<b>Total Lease</b>	<b>Total POB</b>	<b>Total<sup>(2)</sup></b>
<b>Ending</b>	<b>Debt Service<sup>(1)</sup></b>	<b>Debt Service</b>	<b>Debt Service</b>
<b>6/30</b>			
2015	\$33,983,436	\$35,409,894	\$69,393,329
2016	33,975,738	36,914,526	70,890,264
2017	31,574,978	38,484,360	70,059,338
2018	31,049,878	40,114,901	71,164,779
2019	30,930,766	41,821,636	72,752,402
2020	29,406,326	43,600,400	73,006,725
2021	29,403,076	45,452,243	74,855,319
2022	26,883,280	47,382,398	74,265,678
2023	26,869,519		26,869,519
2024	16,856,664		16,856,664
2025	14,472,145		14,472,145
2026	12,830,207		12,830,207
2027	11,629,503		11,629,503
2028	5,477,077		5,477,077
2029	2,471,648		2,471,648
2030	2,472,696		2,472,696
2031	2,473,619		2,473,619
2032	2,474,104		2,474,104
2033	2,472,122		2,472,122
2034	2,472,674		2,472,674
2035	2,475,569		2,475,569
2036	2,470,618		2,470,618
2037	2,471,885		2,471,885
2038	2,475,073		2,475,073
2039	2,474,988		2,474,988
2040	2,471,630		2,471,630
<b>TOTAL<sup>(2)</sup></b>	<b>\$365,019,217</b>	<b>\$329,180,356</b>	<b>\$694,199,573</b>

(1) Excludes capital leases; includes federal subsidy receipts for certain lease revenue bonds (Build America Bonds and Recovery Zone Bonds).

(2) Totals may not add due to rounding.



## APPENDIX 2

### Contra Costa County

#### History of Underlying Long-Term Ratings Since 1995

All Rating Outlooks are "Stable" Unless Otherwise Noted in Footnotes 4 and 5

(as of June 30, 2014)

FY Ending June 30	Implied General Obligation Bond/Issuer Rating		Pension Obligation Bond		Lease Revenue Bond/Certificates of Participation	
	Moody's	S&P	Moody's	S&P	Moody's	S&P
1995 <sup>1</sup>	Aa2	AA	A1	AA-	A1	A+
1996 <sup>2</sup>	Aa2	AA	Aa3	AA-	A1	A+
1997	Aa2	AA	Aa3	AA-	A1	A+
1998	Aa2	AA	Aa3	AA-	A1	A+
1999	Aa2	AA	Aa3	AA-	A1	A+
2000	Aa2	AA	Aa3	AA-	A1	A+
2001 <sup>3</sup>	Aa2	AA	Aa3	AA-	A1	AA-
2002	Aa2	AA	Aa3	AA-	A1	AA-
2003	Aa2	AA	Aa3	AA-	A1	AA-
2004	Aa2	AA	Aa3	AA-	A1	AA-
2005	Aa2	AA	Aa3	AA-	A1	AA-
2006 <sup>4</sup>	Aa3	AA	A1	AA-	A2	AA-
2007 <sup>5</sup>	Aa3	AA	A1	AA-	A2	AA-
2008	Aa3	AA	A1	AA-	A2	AA-
2009	Aa3	AA	A1	AA-	A2	AA-
2010 <sup>6</sup>	Aa2	AA	Aa3	AA-	A1	AA-
2011	Aa2	AA	Aa3	AA-	A1	AA-
2012	Aa2	AA	Aa3	AA-	A1	AA-
2013 <sup>7</sup>	Aa2	AA	A1	AA-	A1	AA-
2014 <sup>8</sup>	Aa2	AAA	A1	AA+	A1	AA+

<sup>1</sup> Municipal bond insurance policies were purchased to allow the ratings to be increased to Aaa (Moody's) and AAA (S&P) on all or portions of all Lease Revenue Bond/COPs issues since Fiscal Year 1987-88 and on all or portions of all Pension Obligation Bonds since FY 2000-01. While the County never requested underlying ratings from Fitch, Fitch automatically assigned its rating to all insured County issues since Fiscal Year 2002-03.

<sup>2</sup> Beginning in 1996, Moody's began to rate pension obligation bonds one notch (rather than the previous two notches) lower than the issuer's general obligation bond rating. In addition, Moody's replaced their two-notch per tier system (e.g. Aa1, Aa2) with a three notch per tier system (e.g. Aa1, Aa2, Aa3).

<sup>3</sup> Beginning in 2001, Standard and Poor's began to rate lease obligations one notch (rather than the previous two notches) lower than the issuer's general obligation bond rating.

<sup>4</sup> S&P assigned an outlook of "Negative" to the County in November 2005. On December 1, 2005, Moody's downgraded the County one notch and changed the outlook to "Negative".

<sup>5</sup> Moody's assigned an outlook of "Stable" to the County in November 2006. In February 2007, S&P changed the outlook to "Stable".

<sup>6</sup> The changes in Moody's ratings reflect the recalibration of ratings completed by Moody's in April 2010.

<sup>7</sup> On February 20, 2013 Moody's downgraded the County's Pension Obligation Bonds to A1 with a "Stable" outlook.

<sup>8</sup> On December 19, 2013, S&P upgraded the County's ratings for each type of debt.



**APPENDIX 3**

**County of Contra Costa  
Debt Management Policy**



# Contra Costa County, California Debt Management Policy

County Administration  
651 Pine Street, 10<sup>th</sup> Floor  
Martinez, California 94553  
925-335-1023  
[lisa.driscoll@cao.cccounty.us](mailto:lisa.driscoll@cao.cccounty.us)

Resolution No. 2015/113  
~~Resolution No. 2014/77~~  
~~Resolution No. 2012/333~~  
~~Resolution No. 2006/773~~

**DEBT MANAGEMENT POLICY  
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# Contra Costa County, California

## Debt Management Policy

**I. PURPOSE:** The County recognizes the foundation of any well-managed debt program is a comprehensive debt policy. A debt policy sets forth the parameters for issuing debt and managing outstanding debt and provides guidance to decision makers regarding the timing and purposes for which debt may be issued, types and amounts of permissible debt, method of sale that may be used and structural features that may be incorporated. The debt policy should recognize a binding commitment to full and timely repayment of all debt as an intrinsic requirement for entry into the capital markets. Adherence to a debt policy helps to ensure that a government maintains a sound debt position and that credit quality is protected. Advantages of a debt policy are as follows:

- enhances the quality of decisions by imposing order and discipline, and promoting consistency and continuity in decision making,
- provides rationality in the decision-making process,
- identifies objectives for staff to implement,
- demonstrates a commitment to long-term financial planning objectives, and
- is regarded positively by the rating agencies in reviewing credit quality.

### **II. DEBT AFFORDABILITY ADVISORY COMMITTEE**

**A. Purpose.** By adoption of this Debt Policy, the Debt Affordability Advisory Committee is established. Its purpose is to annually review and evaluate existing and proposed new County debt and other findings and/or issues the committee considers appropriate.

It is the task of this committee to assess the County's ability to generate and repay debt. The committee will issue an annual report to the County Administrator defining debt capacity of the County. This review will be an important element of the budget process and will include recommendations made by the committee regarding how much new debt can be authorized by the County without overburdening itself with debt service payments.

**B. Members.** The committee shall be composed of the Auditor-Controller, Treasurer-Tax Collector, Director/Conservation and Development Department, and County Finance Director.

**C. Debt Affordability Measures.** The committee shall examine specific statistical measures to determine debt capacity and relative debt position and compare these ratios to other counties, rating agency standards and Contra Costa County's historical ratios to determine debt affordability. From Moody's Investors Service, the committee will evaluate the County against the following three debt ratios from the most recent available national medians for counties in the "Aa" rating tier contained in Moody's "Municipal Financial Ratio Analysis – U.S. Counties (Population > 1 million)" and for the County's cohort group in Moody's "California County Medians":

1. Direct net debt as a percentage of Assessed Valuation;
2. Overall net debt as a percentage of Assessed Valuation; and
3. Assessed Valuation per-capita.

From Standard and Poor's, the committee will evaluate the County against the following three debt ratios from the most recent available national medians for counties in the "AAA" rating tier :

1. Percentage of total fund equity;
2. Percentage of unreserved fund equity; and
3. Direct debt per-capita.

### **III. COMPREHENSIVE CAPITAL PLANNING**

**A. Planning.** The County Administrator's Office shall prepare a multi-year capital program for consideration and adoption by the Board of Supervisors as part of the County's budget process. Annually, the capital budget shall identify revenue sources and expenditures for the coming current year and the next succeeding three fiscal years. The plan shall be updated annually.

**B. Funding of the Capital Improvement Program.** Whenever possible, the County will first attempt to fund capital projects with grants or state/federal funding, as part of its broader capital improvement plan. When such funds are insufficient, the County will use dedicated revenues to fund projects. If these are not available, the County will use excess surplus from the reserve and debt financing, general revenues. The County shall be guided by three principles in selecting a funding source for capital improvements: equity, effectiveness and efficiency.

**1. Equity:** Whenever appropriate, the beneficiaries of a project or service will pay for it. For example, if a project is a general function of government that benefits the entire community, such as an Office of Emergency Services, the project will be paid for with general purpose revenues or financed with debt. If, however, the project benefits specific users, such as a building permit facility, the revenues will be derived through user fees or charges, and assessments.

**2. Effectiveness:** In selecting a source or sources for financing projects, the County will select one or more that effectively funds the total cost of the project. For example, funding a capital project, or the debt service on a project, with a user fee that does not provide sufficient funds to pay for the project is not an effective means of funding the project.

**3. Efficiency:** If grants or current revenues are not available to fund a project, the County will generally select a financing technique that provides for the lowest total cost consistent with acceptable risk factors and principals of equity and effectiveness. These methods currently consist of County issued debt, special funding programs funded by state or federal agencies, or special pool financing. Examples include funding pools like the Association of Bay Area Governments Participation Certificates.

**C. Maintenance, Replacement and Renewal/FLIP.** The County intends to set aside sufficient current revenues to finance ongoing maintenance needs and to provide periodic replacement and renewal consistent with its philosophy of keeping its capital facilities and infrastructure systems in good repair and to maximize a capital asset's useful life.

**D. Debt Authorization.** No County debt issued for the purpose of funding capital projects may be authorized by the Board of Supervisors unless an appropriation has been included in the capital budget (Some forms of debt such as Private Activity Bonds for housing, Mello-Roos for infrastructure, and redevelopment bonds for infrastructure/facilities may not be appropriate for inclusion in the County capital improvement program. The policies for such forms of debt are included as Appendixes 4, 5, and 6).

### **IV. PLANNING AND STRUCTURE OF COUNTY INDEBTEDNESS**

**A. Overview.** The County shall plan long- and short-term debt issuance to finance its capital program based on its cash flow needs, sources of revenue, capital construction periods, available financing instruments and market conditions. The County Finance Director shall oversee and coordinate the timing, issuance process and marketing of the County's borrowing and capital funding activities required in support of the capital improvement plan. The County shall finance its capital needs on a regular basis dictated by its capital spending pattern. Over the long-term this policy should result in a consistently low average interest rate. When market conditions in any one year result in higher than average interest rates, the County shall seek refinancing opportunities in subsequent years to bring such interest rates closer to the average. The Debt Affordability Advisory Committee shall use the Government Financial Officers Association checklist set forth in Appendix 1 hereto in planning and structuring any debt issuances.

**B. Financing Team.** The County employs outside financial specialists to assist it in developing a debt issuance strategy, preparing bond documents and marketing bonds to investors. The key team members in the County's financing transactions include its financial advisor and outside bond and disclosure counsel, the underwriter and County representatives (the County Auditor-Controller, Treasurer-Tax Collector, and the County Finance Director, among others). Other outside firms, such as those providing paying agent/registrar, trustee, credit enhancement, verification, escrow, auditing, or printing services, are retained as required. The County will issue Requests for Qualifications (RFQs) for financial advisor, bond counsel, disclosure counsel and tax counsel every three years. The financing team shall meet at least semi-annually to review the overall financing strategy of the County and make recommendations to the County Administrator.

**C. Term of Debt Repayment.** Borrowings by the County shall mature over a term that does not exceed the economic life of the improvements that they finance and usually no longer than 20 years, unless special structuring elements require a specific maximum term to maturity, as is the case with pension obligation bonds. The County shall finance improvements with a probable useful life less than five years using pay-go funding for such needs. Bonds sold for the purchase of equipment with a probable useful life exceeding five years are repaid over a term that does not exceed such useful life.

**D. Legal Borrowing Limitations/Bonds and other indebtedness.** California Government Code Section 29909 limits General Obligation Bond indebtedness to five percent of the total assessed valuation of all taxable real and personal property within the County, excluding Public Financing Authority lease revenue bonds, Public Facility Corporation certificates of participation, Private Activity Bond, Mello-Roos special tax, and Assessment District Debt for which no legal limitations are currently in effect.

**E. Debt Features.**

**1. Original issue discount or premium.** The County's bonds may be sold at a discount or premium, in order to achieve effective marketing, achieve interest cost savings or meet other financing objectives. The maximum permitted discount is stated in the Notice of Sale accompanying the County's preliminary official statement on the Bond Purchase Agreement, as applicable.

**2. Debt service structure/Level Debt Service.** The County shall primarily finance its long-lived municipal improvements over a 20-year term or less, on a level debt service basis. This policy minimizes long-run impact on a funding department's budget. The County will seek to continue this practice, unless general fund revenues are projected to be insufficient to provide adequately for this debt service structure.

**3. Call provisions.** The County shall seek to minimize the protection from optional redemption given to bondholders, consistent with its desire to obtain the lowest possible interest rates on its bonds. The County's tax-exempt bonds are generally subject to optional redemption. The County seeks early calls at low or no premiums because such features will allow it to refinance debt more easily for debt service savings when interest rates drop. The County and its financial advisor shall evaluate optional redemption provisions for each issue to assure that the County does not pay unacceptably higher interest rates to obtain such advantageous calls. The County shall not sell derivative call options.

**4. Interest rates.** The County shall first consider the use of fixed-rate debt to finance its capital needs, except for short-term needs (such as short-lived assets) that will be repaid or refinanced in the near term; and may consider variable rate debt under favorable conditions.

**F. Other Obligations Classified as Debt/Other Post Employment Benefits (OPEB)/Vested Vacation Benefits.** OPEBs and vacation benefits are earned by County employees based on time in service. The County records these vacation benefits as earned in accordance with generally accepted accounting principles as established by the Governmental Accounting Board (GASB). The liability for the benefit is recorded on the Fund level financial statements. The expense is recorded during the conversion to the Government Wide financial statements in accordance with GASB standards. For Enterprise funds the expense and liability are accrued in the respective funds. In this initial policy, the amount of OPEB and vacation benefits will not be in measures used to evaluate the County's debt affordability. However, the County's net OPEB obligation is posted to the County's balance sheet.

**V. METHOD OF SALE.** The County will select a method of sale that is the most appropriate in light of financial, market, transaction-specific and County-related conditions, and explain the rationale for its decision.

**A. Competitive Sales.** Debt obligations are generally issued through a competitive sale. The County and its financial advisor will set the terms of the sale to encourage as many bidders as possible. By maximizing bidding, the County seeks to obtain the lowest possible interest rates on its bonds. Some of the conditions that generally favor a competitive sale include:

1. the market is familiar with the County;
2. the County is a stable and regular borrower in the public market;
3. there is an active secondary market with a broad investor base for the County's bonds;
4. the issue has a non-enhanced credit rating of A or above or can obtain credit enhancement prior to the competitive sale;
5. the debt structure is backed by the County's full faith and credit or a strong, known or historically performing revenue stream;
6. the issue is neither too large to be easily absorbed by the market nor too small to attract investors without a concerted sale effort;
7. the issue does not include complex or innovative features or require explanation as to the bonds' security;
8. the issue can be sold and closed on a schedule that does not need to be accelerated or shortened for market or policy reasons; and
9. interest rates are stable, market demand is strong, and the market is able to absorb a reasonable amount of buying or selling at reasonable price changes.

**B. Negotiated Sales.** When certain conditions favorable for a competitive sale do not exist and when a negotiated sale will provide significant benefits to the County that would not be achieved through a competitive sale, the County may elect to sell its debt obligations through a private placement or negotiated sale, upon approval by the County Board of Supervisors. Such determination shall be made on an issue-by-issue basis, for a series of issues, or for part or all of a specific financing program. The following practices are recommended to be observed in the event of a negotiated sale:

1. ensure fairness by using a competitive underwriter selection process through a request for proposals where multiple proposals are considered;
2. remain actively involved in each step of the negotiation and sale processes to uphold the public trust;
3. ensure that either an employee of the County, or an outside professional other than the issue underwriter, who is familiar with and abreast of the condition of the municipal market, is available to assist in structuring the issue, pricing, and monitoring sales activities;
4. require that the financial advisor used for a particular bond issue not act as underwriter of the same bond issue;
5. require that financial professionals disclose the name or names of any person or firm, including attorneys, lobbyists and public relations professionals compensated in connection with a specific bond issue;
6. request all financial professionals submitting joint proposals or intending to enter into joint accounts or any fee-splitting arrangements in connection with a bond issue to fully disclose to the County any plan or arrangements to share tasks, responsibilities and fees earned, and disclose the financial professionals with whom the sharing is proposed, the method used to calculate the fees to be earned, and any changes thereto; and
7. review the "Agreement among Underwriters" and insure that it is filed with the County and that it governs all transactions during the underwriting period.

**VI. REFINANCING OF OUTSTANDING DEBT.** The County may undertake refinancings of outstanding debt under the following circumstances:

**A. Debt Service Savings.** The County may refinance outstanding long-term debt when such refinancing allows the County to realize significant debt service savings (2% minimum by maturity on its own and a minimum 4% savings overall on its own or if combined with more than one refinancing) without lengthening the term of refinanced debt and without increasing debt service in any subsequent fiscal year. The County may also consider debt refinancing when a primary objective would be the elimination of restrictive covenants that limit County operations.

**B. Defeasance.** The County may refinance outstanding debt, either by advance refunding to the first call or by defeasance to maturity, when the public policy benefits of replacing such debt outweigh the costs associated with new issuance as well as any increase in annual debt service.

### **VII. CREDIT RATINGS**

**A. Rating Agency Relationships.** The Senior Deputy County Administrator/Finance Manager is responsible for maintaining relationships with the rating agencies that assign ratings to the County's various debt obligations. This effort includes providing periodic updates on the County's general financial condition along with coordinating meetings and presentations in conjunction with a new debt issuance.

**B. Quality of Ratings.** The County shall request ratings prior to the sale of securities from each of two major rating agencies for municipal bond public issues. Currently these agencies are Moody's Investors Service and Standard & Poor's Corporation. The County shall provide a written and/or oral presentation to the rating agencies to help each credit analyst make an informed evaluation. The County shall make every reasonable effort to maintain its Aa implied general obligation bond credit ratings.

**VIII. MANAGEMENT PRACTICES.** The County has instituted sound management practices and will continue to follow practices that will reflect positively on it in the rating process. Among these are the County development of and adherence to long-term financial and capital improvement plans, management of expense growth in line with revenues and maintenance of an adequate level of operating reserves.

**A. Formal Fiscal Policies.** The County shall continue to establish, refine, and follow formal fiscal policies such as: Investment Policy, General Fund Reserve Policy, Budget Policy, and this Debt Management Policy.

**B. Rebate Reporting and Covenant Compliance** The Senior Deputy County Administrator/Finance Manager is responsible for maintaining a system of record keeping and reporting to meet the arbitrage rebate compliance requirements of the federal tax code and/or contracting for such service. This effort includes tracking investment earnings on debt proceeds, calculating rebate payments in compliance with tax law, and remitting any rebatable earnings to the federal government in a timely manner in order to preserve the tax-exempt status of the County's outstanding debt issues. Additionally, general financial reporting and certification requirements embodied in bond covenants are monitored to ensure that all covenants are complied with.

**C. Reporting Practices.** The County will comply with the standards of the Government Finance Officers Association for financial reporting and budget presentation and the disclosure requirements of the Securities and Exchange Commission.

**D. Post-Issuance Compliance Procedures.** To assure it manages its debt obligations in accordance with all federal tax requirements, the County will comply with the Post-Issuance Compliance Procedures set forth in Appendix 2 hereto.

**GOVERNMENT FINANCE OFFICERS ASSOCIATION**

**Checklist of Debt Policy Considerations**

1. How long is the capital planning period?
2. Have all non-debt sources of funds been considered?
3. How are borrowing plans reviewed internally?
4. What level of debt is manageable in order to maintain or improve the government's credit quality?
5. How much "pay-as-you-go" financing should be included in the capital plan?
6. How much short-term borrowing will be undertaken, including both operating and capital borrowings?
7. How much debt will be issued in the form of variable-rate securities?
8. How does the redemption schedule for each proposed issue affect the overall debt service requirements of the government?
9. What types of affordability guidelines will be established to help monitor and preserve credit quality?
10. What provisions have been made to periodically review the capital plan and borrowing practices?
11. What is the overlapping debt burden on the taxpayer?
12. How will the formal debt policies be integrated into the capital planning and funding process?

**County of Contra Costa  
Post-Issuance Tax Compliance Procedures  
For Tax-Exempt and Build America Bonds**

The purpose of these Post-Issuance Tax Compliance Procedures is to establish policies and procedures in connection with tax-exempt bonds and "Build America bonds" ("Bonds") issued by the County of Contra Costa and the County of Contra Costa Financing Authority (together, the "County") so as to ensure that the County complies with all applicable post-issuance requirements of federal income tax law needed to preserve the tax-exempt or Build America bond status of the Bonds.

**General**

Ultimate responsibility for all matters relating to County financings and refundings, other than Tax and Revenue Anticipation Notes ("TRANS"), rests with the County Administrator (the "Administrator"). The County Treasurer and County Auditor-Controller are responsible for tax compliance with respect to TRANS.

**Post-Issuance Compliance Requirements**

Timely Reporting of Final Sale

The Administrator and other appropriate County personnel shall file timely any report required by state and federal regulatory agencies notifying those agencies of final sale of bonds, or receipt bank loan/private placement proceeds, as required by law. As of this writing, this section applies to the following:

1. California Debt and Investment Advisory Commission (CDIAC)
  - *Report of Final Sale:* This Reports details information about the issuer and the bond issuance. The report requires attachment of the Official Statement related to the transaction or other bond documents in the case of a bank loan/private placement. The report is required to be filed within 21 days of closing, pursuant to Government Code § 8855(j).
    - *Special Requirement for Refunding Bonds sold via Negotiated Sale or Private Placement:* In addition to the Report of Final Sale above, if refunding bonds are sold through a negotiated sale or private placement, CDIAC requires submission of a written statement explaining the reasons for not selling those bonds at a public sale within 14 days of closing, pursuant to Government Code § 53583(c)(2)(B).
2. Internal Revenue Service (IRS)
  - *IRS Form 8038-G "Information Return for Tax-Exempt Governmental Obligations":* This filing details information about the issuer and tax-exempt governmental obligations over \$100,000. The report is required to be filed no later than the 15<sup>th</sup> day of the second calendar month after the close of the calendar quarter in which the bond was issued, pursuant to Internal Revenue Code § 149(e).

External Advisors / Documentation

The Administrator and other appropriate County personnel shall consult with bond counsel and other legal counsel and advisors, as needed, throughout the Bond issuance process to identify requirements and to establish procedures necessary or appropriate so that the Bonds will continue to qualify for the appropriate tax status. Those requirements and procedures shall be documented in a County resolution(s), Tax Certificate(s) and / or other documents finalized at or before issuance of the Bonds.

Those requirements and procedures shall including future compliance with applicable arbitrage rebate requirements and all other applicable post-issuance requirements of federal tax law throughout (and in some cases beyond) the term of the Bonds.

The Administrator and other appropriate County personnel also shall consult with bond counsel and other legal counsel and advisors, as needed, following issuance of the Bonds to ensure that all applicable post-issuance requirements in fact are met. This shall include, without limitation, consultation in connection with future contracts with respect to the use of Bond-financed assets and future contracts with respect to the use of output or throughput of Bond-financed assets.

Whenever necessary or appropriate, the County shall engage expert advisors (each a "Rebate Service Provider") to assist in the calculation of arbitrage rebate payable in respect of the investment of Bond proceeds.

#### Role of the County as Bond Issuer

Unless otherwise provided by County resolutions, unexpended Bond proceeds shall be held by the County, and the investment of Bond proceeds shall be managed by the [Administrator]. The Administrator shall maintain records and shall prepare regular, periodic statements to the County regarding the investments and transactions involving Bond proceeds.

If a County resolution provides for Bond proceeds to be administered by a trustee, the trustee shall provide regular, periodic (monthly) statements regarding the investments and transactions involving Bond proceeds.

#### Arbitrage Rebate and Yield

Unless a Tax Certificate documents that bond counsel has advised that arbitrage rebate will not be applicable to an issue of Bonds:

- the County shall engage the services of a Rebate Service Provider, and the County or the Bond trustee shall deliver periodic statements concerning the investment of Bond proceeds to the Rebate Service Provider on a prompt basis;
- upon request, the Administrator and other appropriate County personnel shall provide to the Rebate Service Provider additional documents and information reasonably requested by the Rebate Service Provider;
- the Administrator and other appropriate County personnel shall monitor efforts of the Rebate Service Provider and assure payment of required rebate amounts, if any, no later than 60 days after each 5-year anniversary of the issue date of the Bonds, and no later than 60 days after the last Bond of each issue is redeemed; and
- during the construction period of each capital project financed in whole or in part by Bonds, the Administrator and other appropriate County personnel shall monitor the investment and expenditure of Bond proceeds and shall consult with the Rebate Service Provider to determine compliance with any applicable exceptions from the arbitrage rebate requirements during each 6-month spending period up to 6 months, 18 months or 24 months, as applicable, following the issue date of the Bonds.

The County shall retain copies of all arbitrage reports and trustee statements as described below under "Record Keeping Requirements".

Use of Bond Proceeds

The Administrator and other appropriate County personnel shall:

- monitor the use of Bond proceeds, the use of Bond-financed assets (e.g., facilities, furnishings or equipment) and the use of output or throughput of Bond-financed assets throughout the term of the Bonds (and in some cases beyond the term of the Bonds) to ensure compliance with covenants and restrictions set forth in applicable County resolutions and Tax Certificates;
- maintain records identifying the assets or portion of assets that are financed or refinanced with proceeds of each issue of Bonds;
- consult with Bond Counsel and other professional expert advisers in the review of any contracts or arrangements involving use of Bond-financed facilities to ensure compliance with all covenants and restrictions set forth in applicable County resolutions and Tax Certificates;
- maintain records for any contracts or arrangements involving the use of Bond-financed facilities as might be necessary or appropriate to document compliance with all covenants and restrictions set forth in applicable County resolutions and Tax Certificates;
- meet at least annually with personnel responsible for Bond-financed assets to identify and discuss any existing or planned use of Bond-financed, assets or output or throughput of Bond-financed assets, to ensure that those uses are consistent with all covenants and restrictions set forth in applicable County resolutions and Tax Certificates.

All relevant records and contracts shall be maintained as described below.

**Record Keeping Requirements**

Unless otherwise specified in applicable County resolutions or Tax Certificates, the County shall maintain the following documents for the term of each issue of Bonds (including refunding Bonds, if any) plus at least three years:

- a copy of the Bond closing transcript(s) and other relevant documentation delivered to the County at or in connection with closing of the issue of Bonds;
- a copy of all material documents relating to capital expenditures financed or refinanced by Bond proceeds, including (without limitation) construction contracts, purchase orders, invoices, trustee requisitions and payment records, as well as documents relating to costs reimbursed with Bond proceeds and records identifying the assets or portion of assets that are financed or refinanced with Bond proceeds;
- a copy of all contracts and arrangements involving private use of Bond-financed assets or for the private use of output or throughput of Bond-financed assets; and
- copies of all records of investments, investment agreements, arbitrage reports and underlying documents, including trustee statements.

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds \$58,055,000 consisting of: \$6,790,000 2010 Series A-1 (Capital Project I – Tax Exempt Bonds); \$13,130,000 2010 Series A-2 (Capital Project I – Taxable Build America bonds); \$20,700,000 2010 Series A-3 (Capital Project I – Taxable Recovery Zone Bonds); and \$17,435,000 2010 Series B (Refunding) Dated: October 28, 2010</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>(a) The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County’s audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available.</p> <p>(b) Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <ol style="list-style-type: none"> <li>1. The status of the construction and installation of the improvement constituting Capital Project I and Capital Project II until such time as each Capital Project has been completed;</li> <li>2. Report of changes in “DEBT SERVICE SCHEDULE;”</li> <li>3. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Recent County General Fund Budgets” (update Table B-1 “COUNTY OF CONTRA COSTA GENERAL FUND BUDGET”);</li> <li>4. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Ad Valorem Property Taxes” (update Table B-2 “COUNTY OF CONTRA COSTA SUMMARY OF SECURED ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION”);</li> <li>5. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Accounting Policies, Reports and Audits” (update Table B-6 “COUNTY OF CONTRA COSTA GENERAL FUND STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES”);</li> <li>6. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Pension Plan” (update Table B-9 “CONTRA COSTA COUNTY EMPLOYEES’ RETIREMENT ASSOCIATION SCHEDULE OF FUNDED STATUS”);</li> <li>7. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Other Post-Employment Healthcare Benefits” (update Table B-16 “CONTRA COSTA COUNTY OTHER POST-EMPLOYMENT HEALTHCARE BENEFIT PLAN SUMMARY OF PARTICIPATING EMPLOYEES AND CONTRIBUTIONS”);</li> <li>8. APPENDIX B–“COUNTY FINANCIAL INFORMATION–Long Term Obligations” (update Table B-22–“CONTRA COSTA COUNTY OUTSTANDING LEASE OBLIGATIONS AND PENSION OBLIGATION BONDS”).</li> </ol>

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds \$232,330,000 consisting of: (Refunding and Various Capital Projects) 2007 Series A, \$122,065,000 and (Medical Center Refunding) 2007 Series B, \$110,265,000 Dated: March 14, 2007</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>(a) The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available.</p> <p>(b) Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <ol style="list-style-type: none"> <li>1. Report of changes in "DEBT SERVICE SCHEDULE;"</li> <li>2. APPENDIX B-"COUNTY FINANCIAL INFORMATION-Recent County General Fund Budgets" (update Table B-1 "COUNTY OF CONTRA COSTA GENERAL FUND BUDGET");</li> <li>3. APPENDIX B-"COUNTY FINANCIAL INFORMATION-Ad Valorem Property Taxes" (update Table B-2 "COUNTY OF CONTRA COSTA SUMMARY OF SECURED ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION");</li> <li>4. APPENDIX B-"COUNTY FINANCIAL INFORMATION-Accounting Policies, Reports and Audits" (update Table B-5 "COUNTY OF CONTRA COSTA GENERAL FUND STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES");</li> <li>5. APPENDIX B-"COUNTY FINANCIAL INFORMATION-Pension Plan" (update Table B-12 "CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION SCHEDULE OF FUNDED STATUS");</li> <li>6. APPENDIX B-"COUNTY FINANCIAL INFORMATION-Long Term Obligations" (update Table B-23-"CONTRA COSTA COUNTY OUTSTANDING LEASE OBLIGATIONS AND PENSION OBLIGATION BONDS").</li> </ol>
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds (Various Capital Projects), 2003 Series A, \$18,500,000 Dated: August 14, 2003</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <ol style="list-style-type: none"> <li>(a) "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS" (report changes in "-Debt Service Schedule");</li> <li>(b) "APPENDIX A - COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION - Recent County General Fund Budgets" (update table entitled "COUNTY OF CONTRA COSTA GENERAL FUND BUDGET");</li> <li>(c) "APPENDIX A - COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION - Ad Valorem Property taxes" (updated table entitled "COUNTY OF CONTRA COSTA SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION");</li> <li>(d) "APPENDIX A - COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION - Accounting Policies, Reports and Audits" (update table entitled "COUNTY OF CONTRA COSTA GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES");</li> <li>(e) "APPENDIX A - COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION - Long Term Obligations - General Obligation Debt" and "- Lease Obligations" (update table entitled "COUNTY OF CONTRA COSTA OUTSTANDING MARKETABLE LEASE AND PENSION BOND OBLIGATIONS")</li> </ol>

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa California Taxable Pension Obligation Bonds, Series 2003A, \$322,710,000 Dated: May 1, 2003</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <p>(a) "APPENDIX A – COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION – Recent County General Fund Budgets" (update table entitled "COUNTY OF CONTRA COSTA GENERAL FUND BUDGET");</p> <p>(b) "APPENDIX A – COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION – Ad Valorem Property taxes" (updated table entitled "COUNTY OF CONTRA COSTA SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION");</p> <p>(c) "APPENDIX A – COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled "COUNTY OF CONTRA COSTA GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES");</p> <p>(d) "APPENDIX A – COUNTY ECONOMIC, DEMOGRAPHIC AND FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "- Lease Obligations" (update table entitled "COUNTY OF CONTRA COSTA OUTSTANDING MARKETABLE LEASE AND PENSION BOND OBLIGATIONS")</p>
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds (Refunding and Various Capital Projects), 2002 Series B \$25,440,000 Dated: September 5, 2002</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <p>(a) "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS" (report changes in DEBT SERVICE SCHEDULE);</p> <p>(b) "APPENDIX B – COUNTY FINANCIAL INFORMATION – County General Fund Budgets" (update table entitled GENERAL FUND BUDGETS);</p> <p>(c) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Ad Valorem Property Taxes" (update table entitled SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION);</p> <p>(d) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES);</p> <p>(e) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "- Lease Obligations" (update financial information)</p>

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds (Various Capital Projects), 2002 Series A \$12,650,000 Dated: June 1, 2002</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <p>(a) "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Base Rental Payments" (report changes in DEBT SERVICE SCHEDULE);</p> <p>(b) "APPENDIX B – COUNTY FINANCIAL INFORMATION – County General Fund Budgets" (update table entitled GENERAL FUND BUDGETS);</p> <p>(c) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Ad Valorem Property Taxes" (update table entitled SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION);</p> <p>(d) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES);</p> <p>(e) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "– Lease Obligations" (update financial information)</p>
<p><b>County of Contra Costa Public Financing Authority, 2001 Revenue Bonds (Reassessment District of 2001), \$6,575,000 Dated: June 7, 2001</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>(a) Items relating to the Authority</p> <p>(i) Outstanding principal amount of the Bonds as of the end of the most recent fiscal year; and (ii) Balance of the Reserve Fund as of the end of the most recent fiscal year.</p> <p>(b) Items relating to the Reassessment District. Unless otherwise provided in the audited financial statements filed on or prior to the annual filing deadline for the Annual Reports provided for in Section 3 above, financial information and operating data with respect to the Reassessment District for the preceding fiscal year, substantially similar to that provided in the corresponding tables and charts in the Official Statement for the Bonds, as follows:</p> <p>(i) Principal amount outstanding of the Reassessment Bonds.</p> <p>(ii) Balance in the Redemption Funds created pursuant to the Paying Agent Agreement relating to the Reassessment Bonds.</p> <p>(iii) Total aggregate assessed value (per the County records) of all parcels currently subject to the Reassessments within the Reassessment District showing the total aggregate assessed valuation for all land and the total aggregate assessed valuation for all improvements within the Reassessment District.</p> <p>(iv) With respect to the Reassessment District, but only in the event the sum of uncured Reassessment delinquencies for such Reassessment District for the preceding Fiscal Year exceeds 5 percent of the Reassessment installments posted to the tax roll for such Fiscal Year (3% if any portion of the Reassessment District does not participate in the County's Teeter Plan), delinquency information for each parcel then delinquent in the payment of Reassessments, including the amount of such delinquency, length of delinquency and status of any foreclosure (including results of foreclosure sales).</p> <p>(v) A land ownership summary listing property owners (and the assessed values of their property) responsible for more than five percent (5%) of the annual Reassessments within the Reassessment District, as shown on the Contra Costa County Assessor's last equalized tax roll prior to the September next preceding the Annual Report Date.</p> <p>(vi) A copy of any information given by the Authority to the California Debt and Investment Advisory Commission pursuant to Government Code Section 6599.1.</p>

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa California Taxable Pension Obligation Bonds, Refunding Series 2001, \$107,005,000 Dated: March, 20, 2001</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>(a) "APPENDIX B – COUNTY FINANCIAL INFORMATION – County General Fund Budgets" (update table entitled GENERAL FUND BUDGETS);</p> <p>(b) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Ad Valorem Property Taxes" (update table entitled SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION);</p> <p>(c) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES);</p> <p>(d) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "– Lease Obligations" (update financial information)</p>
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds (Various Capital Projects), 2001 Series A, \$18,030,000 Dated: January 1, 2001</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <p>(a) "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Base Rental Payments" (report changes in DEBT SERVICE SCHEDULE);</p> <p>(b) "APPENDIX B – COUNTY FINANCIAL INFORMATION – County General Fund Budgets" (update table entitled GENERAL FUND BUDGETS);</p> <p>(c) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Ad Valorem Property Taxes" (update table entitled SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION);</p> <p>(d) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES);</p> <p>(e) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "– Lease Obligations" (update financial information)</p>

**County of Contra Costa  
Annual Report Filing Requirements by Outstanding Bond Issue, Listed by Most Recent to Oldest**

Issue Description	Due Date	Filing Requirements
<p><b>County of Contra Costa Public Financing Authority Lease Revenue Bonds (Refunding and Various Capital Projects), 1999 Series A, \$74,685,000 Dated: February 1, 1999</b></p>	<p>Nine months after FYE 6/30 (3/31)</p>	<p>1. The audited financial statements of the County for the prior fiscal year, prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the County's audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available</p> <p>2. Numerical and tabular information for the immediately preceding Fiscal Year of the type contained in the Official Statement under the following captions:</p> <p>(a) "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Base Rental Payments" (report changes in DEBT SERVICE SCHEDULE);</p> <p>(b) "APPENDIX B – COUNTY FINANCIAL INFORMATION – County General Fund Budgets" (update table entitled GENERAL FUND BUDGETS);</p> <p>(c) "APPENDIX B – COUNTY FINANCIAL INFORMATION – The Contra Costa County Investment pool" (update various tables);</p> <p>(d) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Ad Valorem Property Taxes" (update table entitled SUMMARY OF ASSESSED VALUATIONS AND AD VALOREM PROPERTY TAXATION);</p> <p>(e) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled GENERAL FUND BALANCE SHEET);</p> <p>(f) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Accounting Policies, Reports and Audits" (update table entitled SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES);</p> <p>(g) "APPENDIX B – COUNTY FINANCIAL INFORMATION – Long Term Obligations – General Obligation Debt" and "- Lease Obligations" (update financial information)</p>

**Additional tasks to be completed around the time of the Annual Report:**

1. RZEDB Self Certification Form for CDLAC (due by March 1 each year bonds are outstanding)
2. CDIAC Marks-Roos Report for Reassessment District of 2001 (due by October 1 each year bonds are outstanding)



## **CONTRA COSTA COUNTY**

# **FINANCING POLICIES FOR COMMUNITY FACILITIES DISTRICTS**

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## SECTION I: GENERAL POLICY STATEMENT

Contra Costa County (the "County") has created these goals and policies concerning the use of the Mello-Roos Community Facilities Act of 1982 (Government Code sections 53311 and following), as amended (the "Act") in providing adequate public services and public infrastructure improvements (the "Policies"). The Policies will apply to all Community Facilities Districts ("CFDs") and related debt financing. In those cases in which fixed lien special assessment or other types of land based financing is substituted for CFD financing, the County will apply the appropriate provisions of these Policies. These Policies are intended to serve as guidelines to assist all concerned parties in determining the County's approach to CFD financing, provide specific guidance for approval of public financing for provision of public services and public infrastructure improvements and establish the standards and guidelines for the review of proposed development financings. It is the County's intent to support projects which address a public need and provide a public benefit. These Policies are also designed to comply with Section 53312.7(a) of the Government Code.

### A. Community Facilities District Financings

1. The County encourages the development of residential, commercial and industrial property consistent with the adopted General Plan. The Board of Supervisors will consider the use of CFDs to assist these types of projects.
2. The County will consider the funding of services permitted under the Act if such funding does not create an unreasonable economic burden on the land and special taxpayers.
3. The County encourages the formation of CFDs as acquisition districts. In acquisition districts, a developer is reimbursed for projects only when discrete, useable facilities are deemed by the County to be completed. In construction districts, developers are provided progress payments during the construction of facilities. Acquisition districts provide stronger credit features, and better assure that the public facilities are completed.
4. While recognizing that public facilities proposed to be financed by a CFD are to benefit those properties within the boundaries of the proposed CFD, the Board of Supervisors finds that public benefit can only be "significant" when the benefit is also received by the community at large or are regional in nature but have a benefit to the properties within the proposed CFD.
5. The use of CFDs will be permitted to finance public facilities as described in Paragraph B below, whose useful life will be at least five (5) years and equal to or greater than the term of the bonds. Facilities which are, upon completion, owned, operated or maintained by public agencies will be considered public facilities. Limited exceptions may be made for facilities to be owned, operated or maintained by private utilities, or for facilities which could be owned by public agencies, or utilities.
6. The County is concerned that the proposed project that is to be financed is not premature for the area in which it is to be located. The proposed project must meet the land use approvals listed in Section D.
7. Extending public financing to a proposed project for identified public improvements cannot be

done without considering the aggregate public service needs for the project. Upon receipt of an application for public financing, the County will notify the other public entities having responsibility to serve the proposed project and request comment on the application. Periodic meetings, on a regional basis, with all affected public entities will be encouraged by the County to address the issues relative to overlapping debt

8. The Debt Affordability Advisory Committee (described in Section III below) may waive all or some of the provisions of these policies if unique and special circumstances apply to specific CFD financings.

## **B. Eligible Facilities**

Facilities eligible to be financed by a CFD, upon completion of the construction or acquisition thereof, are intended to be owned by the County, another public agency or a public utility and must have a useful life of five (5) years or more. The list of public facilities eligible to be financed by a CFD may include, but is not limited to the following: streets, highways, and bridges; water, sewer, and drainage facilities; parks; libraries; police and fire stations; traffic signals and street lighting; recreation facilities; governmental facilities; flood control facilities; environmental mitigation measures; and public rights-of-way landscaping.

Facilities to be financed must be legally eligible under the Act and federal tax law, if applicable, to the satisfaction of bond counsel. The Board of Supervisors will have the final determination as to the eligibility of any facility for financing under these Policies.

## **C. Eligible Services**

Services eligible to be funded through a CFD include: police protection services, fire protection and suppression services, ambulance and paramedic services, maintenance and lighting of parks, parkways, streets, roads and open space, flood and storm protection services, and services with respect to the removal or remedial action for the cleanup of any hazardous substance released or threatened to be released in to the environment. The Board of Supervisors will have the final determination as to the prioritization of funding such services. A CFD may not finance public services provided by any other public agency.

# **SECTION II: INITIATION OF THE FINANCING**

## **A. Application**

The proponent of a project must obtain and submit the required application to the initiating County department or related district or agency. The initiating County department with respect to CFD financings is the Department of Conservation and Development (the "Department").

Any application for the establishment of a CFD district will contain such information and be submitted in

such form as the Department may require. At a minimum each application must contain:

1. Proof of authorization to submit the application on behalf of the owner of the property proposed for new development for which the application is submitted if the applicant is not the owner of such property;
2. Evidence satisfactory to the Department that the applicant represents or has the consent of the owners of not less than 67% by area, of the property proposed to be subject to the levy of the special tax;
3. For any CFD financing to benefit new development, a business plan for the development of the property within the proposed CFD and such additional information as the Department may deem necessary to adequately review the financial feasibility of the CFD. For any CFD financing to benefit new development, the applicant must demonstrate to the satisfaction of the Department the ability of the owner of the property to be developed to pay the special tax installments for the CFD and any other assessments, special taxes and ad valorem on such property until full build out and sale or lease up of the property.

An application must be completed and the necessary information provided, as determined by the initiating County department or related district or agency, before any action will be taken to process the application and initiate financing for a project.

## **B. Processing and Formation Fees**

Applications are to be accompanied by a processing or formation fee. All costs to the County associated with the proceedings statutorily required to establish a CFD are to be advanced by the applicant and paid prior to the actual sale of any bonds. The applicant will be reimbursed solely from the proceeds of the bonds sold for all monies advanced.

An initial deposit in an amount of not less than \$35,000 for a CFD is to be attached to the completed application submitted. The initiating County department or related district or agency, in its discretion, may determine a larger deposit amount is appropriate. The deposit will be placed in a separate trust account held by the County. The deposit may be placed in an interest bearing account so long as it is directed to do so by the Board of Supervisors and is allowable under state law. All costs of the County and/or its consultants retained during the formation process are to be paid from this account.

If, in the judgment of the initiating County department or related district or agency, the costs incurred or projected will cause the balance in this account to fall below \$5,000, a written demand will be made to the applicant to advance monies sufficient to bring the account to a balance that is projected to meet remaining costs required to establish the CFD. Failure to advance the requested monies within ten (10) days of a written demand by the County will result in all processing of the application to cease and no further actions to be taken toward establishing the financing district until the monies have been received. Waiver of this requirement can be made only by formal action of the Board of Supervisors.

Monies held in the trust account are to be applied to pay the County and its staff in reviewing and processing the application as well as the costs of the special tax consultant, appraiser, absorption consultant, all publication expenses, and any other costs determined by the County to be necessary to

establish the CFD.

Accompanying the application will be an agreement governing the processing or formation fee, its deposit in a trust account, the use of the monies, the return to the applicant of any unused portion of the fee or other monies advanced, and reimbursement of all monies advanced from bond proceeds.

### **C. Petition for Formation and Waiver of Time Requirements of the Election**

The Mello-Roos Community Facilities Act of 1982, as amended, (the "Act") states that one way to request the formation of a proposed community facilities district is through a Petition signed by landowners holding title to ten percent (10%) of the land by area within the proposed community facilities district. The Petition must be submitted to the County before formal action can be commenced to form the CFD. The form of the petition will be supplied by bond counsel once the completed application has been received and initial processing has been completed.

The Act also provides that the formation can be shortened if one hundred percent (100%) of the property owners within the proposed boundaries of the CFD execute a waiver regarding the timing of and certain procedures associated with the required special election. The applicant should indicate on the application whether this waiver can be secured.

### **D. Selection of the Financing Team**

The County will select the bond counsel, financial advisor, underwriter or placement agent or remarketing agent, and fiscal agent/trustee. It will require the retention of underwriter's counsel or disclosure counsel. Providers of letters of credit, liquidity supports and other types of credit enhancements are also subject to the approval of the County. Bond counsel and underwriter or disclosure counsel must be different firms.

In addition to the consultants that compose the financing team, as noted above, the County will select a special tax consultant to determine a fair and reasonable method to allocate the special tax required to meet debt service on the bonds and other related expenses of the proposed CFD.

Unless satisfactory and current information regarding land values for property within the proposed CFD and subject to the special tax is available, the County will require that a real estate appraiser of its choice be retained and an appraisal made. Additionally, an economist or real estate appraiser or other qualified independent third party may also be retained for the purpose outlined in Section IV.A.

In addition, the County reserves the right to retain additional professional consultants that it deems appropriate.

### **SECTION III: DEBT AFFORDABILITY ADVISORY COMMITTEE**

The Board of Supervisors established the Debt Affordability Advisory Committee (the "Committee") to review issues relevant to capital markets transactions and to make recommendations to the Board of Supervisors when appropriate. The Committee will be comprised of the County Auditor-Controller, the County Treasurer-Tax Collector, Director of the Department of Conservation and Development, and the Senior Deputy County Administrator/Finance Director. The Committee is charged with the task of reviewing and commenting upon all CFD financing as well as other types of financing proposed to be issued by the County or its related districts or agencies. The Committee is to review each proposed debt issue and provide comment on whether the proposed debt issue is consistent with these Policies. It is to comment on the economic viability and credit worthiness of the proposed debt issue. In performing its function the Committee may, in its sole discretion, review a matter more than once and retain additional consultants to assist in its review. The cost of such consultants is to be borne by the proponent of the debt issue. In addition, the Committee has an ongoing responsibility to monitor the status of debt issued by the County or related districts or agencies.

A written summary of the Debt Affordability Advisory Committee's review of the proposed financing is to be prepared and submitted to the Board of Supervisors after it considers the financing. The written summary will state the issues considered by the Committee, whether the financing and the issues considered were consistent with or at variance with these Policies, and its recommendation with regard to each issue and the financing. If the vote of the Committee is not unanimous, the written summary is to so indicate and summarize the position taken by the minority members of the Committee.

The following are those matters which at minimum the Debt Affordability Advisory Committee is to review and comment upon with regard to the CFD financings.

1. Prior to the Board of Supervisors considering the resolution of intention to establish a CFD, the Department is to determine that all land use approvals required for the project under Section IV.E. have been fulfilled and that the proposed rate and method of apportionment of the special tax is consistent with Section V.A. of these Policies. Any variation from these Policies is to be noted and a recommendation made to the Board of Supervisors with regard thereto.
2. Prior to the Board of Supervisors considering the resolution authorizing the sale and issuance of bonds, the Debt Affordability Advisory Committee is to determine that:
  - a) A current appraisal and any related absorption study have been prepared consistent with Section IV.A. and IV.B of these Policies and that satisfactory land value to lien ratios exist.
  - b) Each property owner responsible for twenty percent (20%) or more of the debt service on the bonded indebtedness to be incurred has supplied the financial security required by Section IV.C. and IV.D. of these Policies.
  - c) The rate and method of apportionment of the special tax is in compliance with Section V.A. of these Policies.
  - d) The structure of the proposed financing is consistent with the applicable subsections of Section VI of these Policies.

- e) Each property owner responsible for 20% or more of the debt service in connection with any series of bonds must be current with respect to payment of all general property taxes, and any assessments or special taxes levied.

As stated above, any variation from these Policies is to be noted and a recommendation made to the Board of Supervisors with regard thereto. In addition, the Debt Affordability Advisory Committee is to make any comment it deems relevant in determining the economic viability or credit worthiness of the proposed debt issue. The Committee is to make a recommendation to the Board of Supervisors as to whether or not to proceed with the sale and issuance of the bonds.

If the proposed financing contemplates that bonds are to be issued in series, then each series is to be reviewed and commented upon by the Debt Affordability Advisory Committee before that series of bonds is considered by the Board of Supervisors for issuance.

Any proposal for refunding or defeasing a particular CFD financing is to be reviewed for consistency with Section XI of these Policies and commented on by the Debt Affordability Advisory Committee prior to it being submitted to the Board of Supervisors for consideration.

Once issuance of bonds has been approved by the Board of Supervisors and the bonds have been sold, the County department or related district or agency having responsibility for the administration of the bond issue is to annually file with the Auditor Controller of the County a report regarding the status of the bond financing. The occurrence of a technical default, or the likelihood thereof, is to be reported immediately to the Auditor Controller of the County by the administering County department or related district or agency.

## **SECTION IV: ECONOMIC VIABILITY OF THE FINANCING**

In evaluating the application and the proposed debt issue, the County may require any or all of the following to determine the economic viability of the proposed project and the timing of the sale of any bonds or series thereof. The following requirements would apply to a Services CFD only to the extent determined by the Department.

### **A. Absorption Study**

Unless waived by the Debt Affordability Advisory Committee, an absorption study of the proposed project will be required for CFD financings. The absorption study will be used: (1) as a basis to verify proposed base pricing of the finished products (lots or completed buildings or dwelling units) subject to the levy of the special tax; (2) to determine the projected market absorption of such finished products and (3) as a basis for verification that the assumptions supporting the special tax formula are appropriate and sufficient revenues can be collected to support the bonded indebtedness to be incurred.

The absorption study will also be used to evaluate the timing consideration identified by the applicant and the financing team. The absorption study will be provided to the appraiser and the appraisal required below in Section IV.B. is to reflect consideration of the absorption study.

## B. Appraisal

### 1. Definition of Appraisal

An appraisal is a written self-contained report independently and impartially prepared by a qualified appraiser setting forth an opinion of defined value of an adequately described property as of a specific date, supported by the presentation and analysis of relevant market information. A qualified appraiser is a state certified real estate appraiser, as defined in Business and Professions Code Section 11340.

### 2. Standards of Appraisal

A detailed complete appraisal will be prepared to support any CFD financing. A detailed complete appraisal will reflect nationally recognized appraisal standards including, to the extent appropriate, the Uniform Standards of Professional Appraisal Practice (USPAP) of the Appraisal Foundation, the Code of Professional Ethics and the Standards of Professional Appraisal Practice of the Appraisal Institute. An appraisal should also generally conform to the Appraisal Standards for Land - Secured Financings provided by the California Debt and Investment Advisory Commission ("CDIAC"). Appraisals undertaken to establish value-to-lien ratios in CFD's should value the fee simple estate, subject to special assessment and special tax liens. The estimate of Market Value should be refined to reflect the Retail Value of fully improved and occupied properties and the Bulk Sale Value of all vacant properties, including both unimproved properties and improved or partially improved but unoccupied properties. An appraisal must contain sufficient documentation including valuation data and the appraiser's analysis of the data to support his or her opinion of value. At a minimum, the appraisal will contain the following items:

- a) The purpose and/or function of the appraisal, an identification of the property being appraised, the intended use, the identity of the current and intended uses, and a statement of the assumptions and limiting conditions affecting the appraisal.
- b) An adequate description of the physical characteristics of the property being appraised, location, General Plan/zoning, present use, and an analysis of highest and best use.
- c) Relevant and reliable approaches to value consistent with commonly accepted professional appraisal practices. If a discounted cash flow analysis is used, it should be supported with at least one other valuation method, such as a market approach using sales that are at the same stage of land development, when possible. If more than one approach is utilized, there will be an analysis and reconciliation of approaches to value that are sufficient to support the appraiser's opinion of value.
- d) A description of comparable sales, including a description of all relevant physical, legal and economic factors such as parties to the transaction, source and method of financing, and verification by a party involved in the transaction.
- e) A statement of the value of real property.
- f) The effective date of valuation, date of appraisal, signature and certification of the appraiser.

3. Community Facilities District Appraisal Premises. The valuation of proposed special tax districts will be based on all of the following three premises:

- a) Raw Land Value. (Premise #1). The total land within the project will be valued "as is":
  - (i) Without proposed infrastructure being financed or any future private improvements;
  - (ii) With existing parcel configuration and existing land use entitlements; and
  - (iii) Considering planned densities allowed by the General Plan, specific plan, zoning or other project approvals then in effect

This is a typical type of land valuation.

- b) Project Build-out value. (Premise #2). The total land within the project is valued under projected conditions:
  - (i) With completion of proposed infrastructure being financed;
  - (ii) At the planned densities allowed by the General Plan, specific plan, zoning or other approvals then in effect; and
  - (iii) Land development is at the stage of being marketed to merchant builders or tentative tract maps ready to be filed.

This is a projected value based on project plans predicated on market conditions continuing as projected.

- c) Bulk Land Value. (Premise #3). The total land within the project is valued under projected conditions:
  - (i) With completion of proposed infrastructure being financed;
  - (ii) With existing parcel configuration; and
  - (iii) Considering planned densities allowed by the General Plan, specific plan, zoning or other project approvals then in effect.

This premise should consider a discounted or "quick sale" valuation considering time, costs and the possibility of a pre unit value based on the total size of the project.

4. Timeliness of Information. To ensure that the opinion of value is current at the time of any bond sale, the valuation date of the appraisal or an update to the appraisal should be within three months of the bond sale.

### **C. Financial Information Required of Applicant**

Both at time of application and prior to the sale and issuance of any bonds, the applicant for a CFD debt issue and all property owners owning land within the boundaries of the proposed financing district that will be responsible for twenty percent (20%) or more of the debt service on the bonded indebtedness to be incurred will provide financial statements (preferably audited) for the current and prior two fiscal years. The applicant will also provide all other financial information related to the proposed project that may be requested by the County.

Subsequent to the sale and issuance of the bonds, federal and state statutes and/or regulations regarding

the financing may require the preparation of periodic reports. The applicant and all major participants in the project will be required to provide that information needed to complete such statutorily required reports. In addition, the County department or related district or agency responsible for the administration of the bonds may require information of the applicant or the major participants in the project to satisfy reporting demands of rating agencies or institutional buyers.

#### **D. Potential Third Party Guarantee of Special Tax Payments During Project Development**

The greatest exposure to default on CFD bonds is the period between the issuance of bonds and project stabilization. The risk of default is increased when only a single or a few property owners are responsible for the special assessment or special tax payments. While the County's credit is not pledged to support the bonds, a default on CFD bonds can negatively impact the investment community's perception of the County.

To minimize the risk of default, the County may require a third party guarantee for the annual special tax payments within a district while the project is being developed and until there is significant absorption of the new development. The need for, nature and duration of any third party guarantees will be evaluated by the County and its financing team on a case by case basis. However, a third party guarantee would be specifically required of a developer in each year in which the developer owns or leases property within the district which is responsible for 20% or more of the special taxes levied; the guarantee would provide for 100% of the special tax levy due in each applicable fiscal year for property owned or leased by such developer. If required, the commitment letter for the third party guarantee must be provided within five days of the Resolution of Issuance and the third party guarantee must be provided prior to printing the preliminary official statement for the financing.

Third party guarantees may include letters of credit ("LOCs"), surety bonds, or some other mechanism which assures payment of special taxes while the project is being developed. When LOCs are provided, they must be in form and substance acceptable to the County from a bank acceptable to the County.

#### **E. Land Use Approvals**

For CFD financings the County will require, at a minimum that the proposed project must

1. be consistent with the County's General Plan;
2. be reviewed by the Director of the Department or designee, and have satisfied or be able to satisfy, all of the relevant land use requirements specified by the Director; and,
3. have had the service levels for the required public facilities established or the exact public facilities required for the project identified.

A proposed project that requires: (i) a General Plan amendment, (ii) a change of zone that increases the density or intensity of land use, (iii) a specific plan, or (iv) a specific plan amendment that increases the

density or intensity of land use will be referred to the Department's Community Development Division for evaluation as to whether the project is premature.

An appropriate environmental review of the proposed project is to have been completed as part of land use entitlement proceedings that will have addressed all of the public facilities that are to be constructed through the proposed financing.

## **F. Equity Participation by Applicant and Major Participants**

In evaluating the proposed debt issue, the Debt Affordability Advisory Committee will consider the equity participation of the applicant and the major participants in the proposed project. At the time the application for the proposed financing is received, an analysis will be made as to the equity interest that the applicant has in the proposed project. It will also be required of the applicant that in addition to the financing, the applicant will fund in-tract public infrastructure and may be expected to contribute to other public improvements related to the proposed project.

## **SECTION V: REVENUE SUPPORTING THE FINANCING**

CFD bonds are termed "limited obligations" whose primary repayment is secured by a special tax. The following are criteria that will be applied in evaluating the revenue stream that will be supporting a proposed CFD bond financing.

- A. The rate and method of apportionment of the special tax must be both reasonable and equitable in apportioning the costs of the public facilities and services to be financed to each of the parcels within the boundaries of the proposed CFD.
- B. The rate and method of apportionment must be structured to produce special taxes sufficient to pay scheduled debt service on all bonds (and provide coverage equal to 10% of debt service - see Section V.F. below), pay annual services or maintenance expenses (if applicable), establish or replenish any reserve fund for a bond issue, and pay reasonable and necessary administrative expenses of the CFD. In addition, the rate and method of apportionment may be structured to produce amounts to pay directly the costs of public facilities authorized to be financed by the CFD, the accumulation of funds reasonably required for future debt service, amounts equal to projected deficiencies in special tax payments, any remarketing, credit enhancement or liquidity fees and any other costs or payments permitted by law.
- C. The rate and method of apportionment of the special tax is to provide for the administrative expenses of the proposed CFD, including, but not limited to, those expenses necessary for the enrollment and collection of the special tax and bond administration.
- D. All property not otherwise exempted by the Act from taxation will be subject to the special tax. The rate and method of apportionment may provide for exemptions to be extended to parcels that are publicly-owned, held by property owners associations, used for a public purpose such as permanent

open space or wetlands, or affected by public utility easements making impractical their use for other than the purposes specified in the easement

- E. The annual special tax levy on each residential parcel developed to its final land use will not escalate, except that a variation for services and administrative expenses will be allowed. The County will allow an annual escalation factor, not to exceed two percent (2%) per year, on parcels to be developed for commercial or industrial uses.
- F. The maximum annual special tax, together with *ad valorem* property taxes, County Service Area charges, special assessments or taxes for an overlapping financing district, or any other charges, taxes or fees payable from and secured by the property, including potential charges, taxes, or fees relating to authorized but unissued debt of public entities other than the County, in relation to the expected assessed value of each parcel upon completion of the private improvements to the parcel is of great importance to the County in evaluating the proposed financing.

The objective of the County is to limit the total tax burden, including the *ad valorem* property taxes levied by the County, special taxes levied by any existing district for the payment of bonded indebtedness or ongoing services, assessments levied for any assessment district or maintenance district for the payment of bonded indebtedness or services and the assigned special tax for the proposed CFD, on any parcel to a maximum of two percent (2%) of the expected assessed value of the parcel upon completion of the private improvements. In evaluating whether this objective can be met, the County will consider the aggregate public service needs for the proposed project. It will consider what public improvements the applicant is proposing be financed in relation to these aggregate needs and decide what is an appropriate amount to extend in public financing to the identified public improvements.

- G. The total maximum annual special taxes that can be collected from taxable property in a district, taking into account any potential changes in land use or development density or rate, and less all projected administrative expenses, must be equal to at least one hundred ten percent (110%) of the gross annual debt service on any bonds issued by or on behalf of the CFD in each year that said bonds will remain outstanding.
- H. The rate and method of apportionment of the special tax will include a provision for a back up tax or other assurances to protect against any changes in development that would result in insufficient special tax revenues to meet the debt service requirements of the CFD. Such backup tax or other assurances will be structured in such a manner that it will not violate any provisions of the Act regarding cross-collateralization limitations for residential properties.
- I. A formula to provide for the prepayment of the special tax may be provided; however, neither the County nor the CFD will be obligated to pay for the cost of determining the prepayment amount which is to be paid by the requesting property owner.

## SECTION VI: STRUCTURING THE FINANCING

In structuring a CFD financing, the County and its financing team will insure that the following issues are addressed in connection with the CFD bond issue.

### **A. Limited Obligations of the County**

Both the statutory authority providing for the issuance of CFD bonds as well as the proceedings resulting in the sale and issuance of the bonds must ensure the bonds are limited obligations of the County payable only from the revenue source identified and do not require the expenditure of the general funds or any other revenues of the County to satisfy debt service obligations or to replenish any reserve fund established for the bonds.

### **B. Structuring of Debt Service**

While the County prefers that debt service be structured with approximately level debt service, CFD financings may be structured with level, escalating, or declining debt service. The bonds must mature within forty (40) years of the date of the initial bonds issued. No bonds will be issued with a maturity date greater than the expected useful life of the facilities being financed.

### **C. Reserve Funds**

The County will require that for CFD financings a reserve fund be established at a required funding level as determined appropriate by the financing team.

### **D. Capitalized Interest**

Interest will be capitalized for a bond issue only as long as necessary to place the special tax installments on the assessment roll; provided, however, that interest may be capitalized for a longer term to be established in the sole discretion of the County on a case by case basis, not to exceed an aggregate of 18 months, taking into consideration the value to lien ratio for such bonds, the expected timing of initial occupancies of residential dwelling units or nonresidential structures within the CFD, expected absorption and buildout of the property within the applicable Community Facilities District, expected construction and completion schedule for the facilities to be funded from the proceeds of the bonds, the size of the bond issue, the development pro forma and the equity position of the applicant and such other factors as the County may consider relevant.

### **E. Foreclosure Covenant**

In collecting delinquent special taxes, the County seeks to balance the bondholders' right to receive timely payment with fairness to property owners within the CFD who, due to extenuating circumstances, may have difficulty paying their special taxes in a timely manner. Because CFD financings generally are repaid from special tax receipts and solely secured by liens against property within the CFD, the

investment market expects to see appropriate foreclosure covenants. Foreclosure covenants would compel the County to take action to file a foreclosure action against a parcel with certain delinquency thresholds are reached. For example, a covenant may require the County to institute foreclosure if an individual delinquency exceeds a certain threshold (e.g., \$5,000) or the total amount of delinquencies exceeds a specified percentage of the total special taxes to be received (e.g., 5%). Those standards may differ if the reserve fund for the issue remains fully funded.

For each bond issue, the County and its financing team will analyze key aspects of the district (e.g., number of parcels, special tax rates, and debt service) to structure foreclosure covenants in a manner that satisfies the bondholders' need to reduce the likelihood of a shortfall in special taxes to pay debt service with the desire to provide flexibility in treatment of individual special tax payers.

## **F. Underwriter and Original Issue Discount**

The underwriter's discount will be negotiated and determined solely by the County and will be competitive with and comparable to such discounts on similar financings being issued by the County and other public entities. The County will consider any other compensation the underwriter may be receiving in connection with the bond financing in determining the appropriate amount of the discount.

An original issue discount will be permitted only if the County determines that such discount results in a lower true interest cost on the bonds and that, for CFD financings, the use of an original issue discount will not adversely affect the ability of the CFD to construct public facilities identified by the bond documents.

## **SECTION VII: AGREEMENTS WITH AFFECTED PUBLIC ENTITIES**

### **A. County Initiated CFD Financings**

1. For CFDs, the joint community facilities agreement(s) required with other public entities which will own, maintain or operate the facilities to be financed must be adopted and approved by all parties at or prior to the adoption of the resolution establishing the CFD.
2. Should a CFD bond issue be for the construction of public facilities required to be sized to exceed the service needs of the properties within the boundaries of the financing district, the County will negotiate the following:
  - a) To the extent that the affected public entity's regulations allow, a credit against connection fees or other fees such that the credit will preclude the affected properties from contributing twice toward the cost of the identified public facilities.
  - b) To the extent that the affected public entity's regulations allow, a reimbursement for oversized facilities that will allow the CFD to balance the bonded indebtedness incurred with the level of benefit the properties are to receive from the public facilities that are to be financed.

- c) Any reimbursements for oversizing received from the affected public entity are to be paid to the CFD and, depending upon date of receipt, will be used either to augment construction proceeds or to reduce the outstanding bonded indebtedness of the financing district as determined appropriate by the County.

## B. CFD Financings Not Initiated by the County

An administrative review will be made by the Department of all non-county initiated CFD financings that will require a joint community facilities agreement with the County to ensure compliance with the following minimum requirements. Only those financings that do not satisfy these minimum requirements will be referred to the Debt Affordability Advisory Committee for review and comment.

1. For CFDs containing residential projects, the rate and method of apportionment of the special tax will not provide for an annually increasing maximum special tax for any residential classification. However, for commercial and industrial projects within the CFD, the County will accept a maximum special tax for such classifications that escalates at a rate not to exceed two percent (2%) per year.
2. For CFDs, the total projected annual special tax revenues, less estimated annual administrative expenses, must exceed the projected annual gross debt service on the bonds by ten percent (10%). In structuring the rate and method of apportionment of the special tax, projected annual interest earnings may also be included as part of the projected annual revenues to satisfy this coverage requirement. Annual bond reserve fund interest earnings will be calculated at a rate to be determined by the County but, in no event greater than the then current passbook savings rate.
3. Whether the projected *ad valorem* property tax and other direct and overlapping debt for the property within the proposed boundaries of the CFD, including the proposed maximum special tax, does meet the County's objective of not exceeding two percent (2%) of the anticipated assessed value of each improved parcel upon completion of the private improvements as articulated in Section V.E. will be reviewed. This review will include current or estimated County Service Area or Community Service District charges, benefit assessments, levies for authorized but unissued debt and any other anticipated charge which may be included on the property tax bill.
4. With regard to any bonds to be issued, there will be created a reserve fund that will be established for each series of bonds.
5. If the County or its related districts or agencies are to:
  - a) own, operate, or maintain a majority of the facilities to be financed, or,
  - b) be the single largest recipient of the facilities to be financed, or,
  - c) own, operate or maintain facilities having a combined construction cost of \$100,000 or more, including design, engineering, construction contingencies and related costs of the

construction project,

then the County will require that all of the appropriate Policies set forth herein will be adhered to before entering into a joint community facilities agreement.

## **SECTION VIII: CREDIT ENHANCEMENTS**

Credit enhancements, if required by the County, are to be utilized either to improve the credit worthiness of the proposed financing or to insure that the debt service requirements of the proposed debt issue are met in a timely manner. It is important to the County to minimize the possibility of a debt issue being placed in default and to insure that sufficient cash flows are available to meet debt service requirements. Section IV. D. contains a potential requirement for credit enhancement related to the ownership of 20% or more of the property within a CFD.

The County will examine carefully the provider of the required credit facility and the form that the credit facility will take. The rating of the provider, as well as the provider's capitalization, are of principal concern, and a reduction in either during the term of the credit facility to a level unacceptable to the County may require that an alternate credit facility be secured from an acceptable provider. The County reserves the right, in its sole discretion, to determine the acceptability of both the credit facility and its provider.

## **SECTION IX: OFFERING STATEMENTS AND DISCLOSURE**

It is the intent of the County to comply with all applicable federal or state requirements regarding disclosure to insure that fair and accurate descriptions of debt issues are provided to the purchasers of the bonds. The County and any owner of property within a CFD that has not reached its entitled development and that will be responsible for the payment of special taxes representing such portion (as determined by bond counsel) of annual debt service on an issue of bonds that would cause such person or entity to be an "obligated person" under federal securities law (each, an "Obligated Person") will use all reasonable means to ensure compliance with applicable federal securities laws in connection with the issuance of debt and the provision of financial information and operating data regarding any CFD established by the County with respect to which bonds have been issued.

The County will retain disclosure counsel for any particular land secured or conduit financing having an aggregate principal value of \$1,000,000 or more. Decisions as to the adequacy of the disclosure will be determined by the County, its counsel, bond counsel and disclosure counsel. No preliminary or final offering statement for a particular land secured or conduit financing will be released for circulation unless it is deemed final by the County on the advice of its counsel, bond counsel or disclosure counsel.

With regard to the initial disclosure, each Obligated Person will be required to provide for inclusion in the official statement or other offering materials distributed in connection with the offering and sale of such bonds, such information as may be required to satisfy any requirements of, or avoid any liability under, any applicable federal or state securities laws.

The proponent(s) of a particular land secured or conduit financing and all principal participants therein are expected to provide the information requested by the County, its counsel, the underwriter, its counsel,

disclosure counsel, or bond counsel that is deemed necessary for disclosure purposes. Failure on the part of the proponent and any principal participants to comply with such requests will jeopardize completion of the debt issue.

With regard to continuing disclosure, each Obligated Person will be required to enter into an Agreement pursuant to which such Obligated Person will agree to provide financial information and operating data, on an ongoing basis, as may be required for the underwriter of such bonds to satisfy the requirements imposed on such Obligated Person pursuant to Rule 15c2-12 under the Securities Exchange Act of 1934.

The proponent of a particular land secured or conduit financing and all Obligated Persons will be required to execute those certificates and provide those written opinions of their respective counsel that are required by the terms of the bond purchase agreement. Failure to do so will result in the bonds not being sold and issued.

Failure of the proponent of a particular land secured or conduit financing or of any Obligated Person to comply with such proponent's or Obligated Person's initial or continuing disclosure obligations pertaining to bonds previously issued for any other CFD will be grounds for denial of the application for the formation of a CFD. Any such failure should be remedied by the time of providing the preliminary official statement and such failure will be disclosed in the preliminary and final official statements as required by bond counsel and/or disclosure counsel.

## **SECTION X: ADMINISTRATION**

All matters related to administration of issued bonds are to be handled consistent with the terms of the trust indenture or fiscal agent agreement pursuant to which the bonds were sold. Administrative responsibilities with regard to the bonds and the project being financed by bond proceeds will vary depending upon the nature of the project.

### **A. Debt Administration**

CFD bonds are issued pursuant to bond indentures or fiscal agent agreements which identify the Auditor-Controller of the County to have administrative responsibility for these debt issues. This includes, among other duties, the computation and enrollment of the special tax, payment of principal and interest on the bonds, initiation of foreclosure proceedings with regard to delinquent parcels, and management and investment of monies held in all funds and accounts created by the bond indentures or fiscal agent agreements.

### **B. Notice to Future Property Owners**

The Act requires that certain disclosure certificates regarding the existence of a CFD and the special tax obligation be provided to those individuals purchasing property within the CFD, including to interim purchasers and merchant builders. The County will require that the statutorily prescribed disclosure be

made to the initial purchaser of property within a CFD, and the proponent of the CFD and/or developer will make available the information necessary to complete the disclosure certificate required for secondary transfers. In its sole discretion, the County may require additional disclosure if such disclosure will aid subsequent purchasers to be made aware of the existence of the CFD and the lien obligations created by the special tax.

### **C. Annual Reporting**

The County departments or related districts or agencies identified in Section X. of these Policies as having responsibility for bond administration will prepare and timely file with the state and federal agencies all statutorily required reports.

Consistent with Section III of these Policies, County departments or related districts or agencies having responsibility for bond administration are to prepare and submit annually to the Auditor Controller of the County a report on the status of their respective debt issues on forms to be provided by the Debt Affordability Advisory Committee. The occurrence of technical default, or the likelihood thereof, is to be reported immediately to the Auditor Controller of the County by the administering department or related district or agency. For the purposes of these Policies, the term "technical default" will mean the occurrence of an event or omission that may result in the inability to make timely payment of debt service on the financing or would jeopardize the tax exempt status of the financing (e.g., the need to draw on a reserve fund, the insolvency or bankruptcy of a principal property owner, the insolvency of a provider of a credit enhancement, or insufficient funds to make a required rebate payment).

The information contained in these reports will allow the Auditor Controller of the County to prepare an analysis of the outstanding debt of the County and its related districts or agencies.

## **SECTION XI: REFUNDINGS**

The principal objective of the County in refunding an outstanding debt issue is to secure a public benefit which may include an interest rate savings that will result in both an annual and present value savings to the property owners responsible for paying debt service on the bonds. The actual value of the savings must significantly exceed the costs of the refunding and any increase in the principal amount of bonds that will be outstanding as a result of the refunding.

Refunding of a particular CFD financing must at minimum be structured to reflect the following:

1. The refunding bonds will mature on a date not later than the date on which the bonds being refunded (the "prior bonds") mature.
2. Annual debt service savings to be realized from the refunding are to be apportioned over the remaining life of the refunding bonds.
3. The prior bonds (or any portion thereof being refunded) are to be legally defeased in accordance

with the indenture or fiscal agent agreement authorizing their issuance. If there is no provision for their defeasance, a defeasance escrow will be established that will contain only cash or direct obligations of the United States.

4. A refunding that results in an increase in the principal amount of bonds outstanding must consider prepayments that have been received prior to the refunding.

The County will also consider refunding an outstanding land secured financing to address unacceptable or unworkable bond covenants, debt service schedules or bond maturities.

## **SECTION XII: AMENDMENTS AND EXCEPTIONS**

The County reserves the right to amend or modify these policies at any time and the right to make exceptions or grant waivers for specific financing projects, as facts and circumstances warrant.

**County of Contra Costa  
Multifamily Mortgage Revenue Bond Program  
Policy**

## **Summary**

Federal, state and local legislation authorize issuance of mortgage revenue bonds by local governments to finance the development, acquisition and rehabilitation of multifamily rental housing projects pursuant to Section 52075 of the California Health and Safety Code, and applicable provisions of the Internal Revenue Code. The allocation of private activity bond authority is secured through the California Debt Limit Allocation Committee (CDLAC). The interest on the bonds can be exempt from federal and state taxation. As a result, bonds provide below market financing for qualified rental projects located within Contra Costa County (the "County")\*. In addition, the bonds issued under the program can qualify projects for allocations of federal low-income housing tax credits, which can provide a significant portion of the funding necessary to develop affordable housing. The program is administered by the County's Department of Conservation and Development (DCD).

There is no direct legal liability to the County in connection with the repayment of bonds; there is no pledge of the County's faith, credit or taxing power and the bonds do not constitute general obligations of the issuer because the security for repayment of bonds is limited to project revenue and other sources specified under each financing. Project loans are, in most cases, secured by a first deed of trust on the bond-financed property. The program is completely self-supporting; developers must secure funding to pay for costs of issuance of the bonds and all other costs under each financing.

The bonds may be used for construction, rehabilitation and permanent financing. The effective mortgage rate is the aggregate of the applicable bond rate and the add-on fees charged under the program such as lender, trustee, issuer's fee, etc. The bond rate, for fixed rate bonds, is determined at the time of a bond sale, and the resulting mortgage rate is approximately 1.5-2% below conventional mortgage rates. The project loans generally have a 30-year amortization schedule.

The goals of the program include:

- Increase and preserve the supply of affordable rental housing;
- Encourage economic diversity within residential communities;
- Maintain a quality living environment for residents of assisted projects and surrounding properties; and
- In the event of provision of public funds towards the project, optimize the effectiveness of those funds by maximizing the leveraging of private sector funds.

## **Eligibility**

The project must be located within Contra Costa County and consist of complete rental units, including full kitchens and bathrooms, and cannot be used for transient or student housing.

\* The County has authority to issue on behalf of Cities within the County pursuant to Contra Costa County 1982 Home Mortgage Revenue Bonds Cooperation Agreements. The County works closely with local communities to meet their housing objectives.

There is no limit on the maximum or minimum project size or number of units. However, smaller size projects (fewer than 40 units or less than \$2 million loan) may not find tax exempt financing economically efficient due to the costs of issuance, services of the

financial team, rating fees, etc. Proposed combined or pooled projects will be considered on a case by case basis. For projects requiring bond financing greater than \$35 million, it will be necessary to obtain a waiver from the CDLAC in order to receive an allocation.

Loan funds may be used for costs of property acquisition (no more than 25% of bond proceeds can be used for the acquisition of land), construction, rehabilitation, improvements, architectural and engineering services, construction interest, loan fees and other capital costs of the project incurred after the Bond Inducement date (specified in Financing Process section).

Pursuant to federal requirements, if bonds are used for acquisition and rehabilitation, at least 15% of the portion of the acquisition cost of the building and related equipment financed with the proceeds of the bonds must be used for rehabilitation of the project.

No more than 2% of any tax-exempt bond loan can be used to finance costs of issuance, such as the services of the financing team members, rating and printing of bonds, bond allocation, etc.

**County Compensation**

The County’s fees are comprised of (1) a non-refundable application fee due prior to drafting a Reimbursement Inducement Resolution, (2) an issuance fee due upon bond closing, and (3) an annual fee due in advance to cover costs of monitoring compliance with State and federal law requirements as contained in a Regulatory Agreement. The annual fees may be negotiated, however the standard fee is 1/8 of 1% (or .125%) of the principal amount of bonds outstanding. Annual fees are charged for the full term of the Regulatory Agreement, generally 55 years. At the County’s discretion, annual fees above a \$5,000 minimum may be subordinated to payment of debt service. The County fees are summarized in the table below:

**Issuer Fee Schedule**

<b>Application <sup>(1)</sup></b>	<b>Issuance Fee</b>		<b>Annual Fee <sup>(2)</sup></b>	
\$2,500	Rate <sup>(3)</sup>	.125%	Rate <sup>(3)</sup>	.125%
	Minimum	\$5,000	Minimum	\$5,000
	Maximum	\$75,000	Maximum	\$25,000

- (1) Payable upon request of Reimbursement Inducement Resolution. Amount applied to Issuance Fee at closing. DCD may waive this requirement in its sole discretion.
- (2) Amounts above the minimum may be subordinated to bond debt service, at the County’s option.
- (3) Percentage applied to the initial bond issuance amount.

**Types of Bonds**

The County may issue either tax-exempt or taxable bonds. Taxable bonds would generally be issued in combination with tax-exempt bonds. Tax-Exempt Private Activity Bonds (non-refunding) require an allocation of bond authority from CDLAC. To obtain the allocation the County must submit an application to CDLAC on behalf of the developer. Submittal of the application is at the discretion of the County, not the developer. The developer must pay all required CDLAC fees when due.

The interest on taxable bonds is not exempt from federal taxation. These bonds are not subject to federal volume “cap” limitations and therefore do not require allocation authority from CDLAC. Taxable bonds can be used in combination with low-income housing tax credits awarded by the Tax Credit Allocation Committee. Taxable bond issues must meet all applicable requirements of this Policy (including rating requirements) and any additional regulations that may be promulgated, from time to time, by the County

The County may issue 501(c)(3) bonds on behalf of qualified nonprofit organizations. 501 (c)(3) bonds are tax-exempt and do not require an allocation from CDLAC, but cannot be used with the Low Income Housing Tax Credit Program.

Refunding Bonds will be allowed if the issuance meets the following conditions:

1. The Project Sponsor agrees to cover all costs of the issuer.
2. Projects originally financed by tax-exempt bonds prior to the 1986 Tax Act will have to make a minimum 10% of the units affordable to persons earning 50% of the median area income with the rents affordable at the same level.
3. The affordability restrictions of the existing bond regulatory agreement are subject to extension and/or additional restrictions. All specifics of refunding proposals must be approved by the County.
4. Default refunding applications require a default refunding analysis (to determine the eligibility for a default refunding). The County shall choose the firm to conduct the analysis. The project applicant will deposit the cost for the study with the County before the study begins.

## **Affordability Requirements**

### **Term**

The project must remain as rental housing and continuously meet the affordability requirements for at least 55 years from the date of 50% occupancy of the project. At the conclusion of the Regulatory period, rent of “in-place” tenants will continue to be governed by the applicable affordability restriction, so long as those tenants continue to live in the development.

### **Income Restrictions**

To be eligible for tax-exempt bond financing, federal and State law require that the project meet one of the following conditions:

- (a) A minimum of 20% of the units in the project must be set aside for occupancy by households whose income does not exceed 50% of area median income, as adjusted for family size; or
- (b) A minimum of 10% of the units in the project must be set aside for occupancy by households whose incomes do not exceed 50% of area median income, as adjusted for family size AND an additional 40% of the units in the project must

be set aside for occupancy by households whose incomes do not exceed 60% of area median income, as adjusted for family size.

Project owners must certify their tenant's eligibility annually. If at the annual certification it is found that a tenant's income exceeds 140% of the current income limit, the owner must rent the next available unit of comparable size to a new income eligible tenant. The owner may raise the current tenant's rent to market rent only upon renting the next available unit to a new low-income or very low-income household, as applicable. A unit occupied only by full time students does not count towards the set-aside requirement.

### **Rent Restrictions**

The maximum rents for all the affordable units are equal to 30% of the applicable monthly maximum income level, assuming one person in a studio, two persons in a one-bedroom, three persons in a two-bedroom and four persons in a three-bedroom unit. These assumptions differ for projects using Low Income Housing Tax Credits. In the event that both are used, the more restrictive rents apply. The maximum rents are further reduced by the amount of the utility allowance applicable to those units, based on unit size. Utility allowances are set by the Housing Authority of the County of Contra Costa and are based solely upon the utilities paid by the tenant.

The set-aside units must proportionately reflect the mix of all units in the project, be distributed throughout the project, and have the same floor area, amenities, and access to project facilities as market-rate units.

### **Regulatory Agreement**

The rental and affordability unit requirements will be contained in a Regulatory Agreement that is recorded with the property and must be complied with by subsequent buyers for the minimum rental period. The requirements are terminated at the later of the end of the minimum rental period and repayment in full of the bonds or in the event of total casualty loss or foreclosure.

### **Financing Team**

Bond Counsel and Financial Advisor, if applicable, specifically represent the interests and concerns of the County in ensuring the integrity of the bond transaction. The project sponsor may, at its own expense, add additional members to the finance team to represent its interests.

### **Financial Advisor**

If deemed necessary, the Financial Advisor will be designated by DCD. They will prepare a feasibility study of whether it is economically advisable to proceed with the financing, including: evaluations of the financial strength of the project; assumptions regarding income and expenses; sources of security for bonds in addition to the project; developers financial situation and experience in operating and managing rental projects; marketability of the bonds; rights and resources of parties to the transaction in the event of default; and provide financial advise on all relevant issues to best protect the interests of the County. The compensation for financial advisory services to determine whether it is advisable to proceed with a financing will not be contingent on the sale of the bonds.

### **Bond Counsel**

Bond Counsel will be designated for each financing by the County Board of Supervisors. Bond counsel will prepare the necessary legal documentation, including provisions regarding compliance with any applicable continuing disclosure requirements, provide an opinion regarding the validity of the bonds and their tax exemption, and provide legal advice on all relevant issues to best protect the interests of the County.

### **Additional Parties**

The Bond Underwriter, Remarketing Agent, Private Placement Purchaser, and Bond Trustee, if required, will be selected by the County in consultation with the project sponsor. The fees for such services will be paid solely out of bond proceeds or otherwise by the project sponsor.

### **The Financing Process**

1. Request for Financing (New or Refunding) – A letter of request must be sent to the DCD stating the desire to use the County’s Multifamily Mortgage Revenue Bond Program. The letter should include:
  - a. Name of Development Project;
  - b. Location by street address and assessor’s parcel number (if known);
  - c. Estimated number units;
  - d. Estimated development costs including land (bonds to be issued cannot exceed this amount);
  - e. Exact legal name of the ownership entity at the time of bond closing (e.g. name of individual, partnership, corporation, etc. and
  - f. If different, name of the operating entity at the time of bond closing.
  - g. Non-refundable application fee of \$2,500 to cover the administrative costs of reviewing the project feasibility, Inducement and TEFRA Hearing processes.
2. Board of Supervisor Approval of Reimbursement [Inducement] Resolution – The Reimbursement Resolution is a conditional statement of intent on the part of the County to provide tax-exempt financing for the project. The Resolution is non-binding, however it authorizes the submittal of the application to CDLAC by the County and it sets the date (which is 60-days earlier than the Inducement Date) from which costs related to the project are eligible for financing.
3. Public Hearing/Section 147(f) Resolution – Tax law requires that a public hearing be held to take comment on the nature of and location of the facility proposed to be financed with private activity bonds (Multifamily Mortgage Revenue Bonds included). The hearing must be noticed in a local newspaper of general circulation at least 14 days prior to the hearing. The legislative body then adopts a resolution approving the issuance of bonds pursuant to Section 147(f) of the Tax Code after the hearing is held. This is not the final approval of the bond issuance. The DCD holds the hearing administratively and the Board of Supervisors approves the Section 147(f) Resolution at a subsequent Board meeting. DCD may opt to schedule the required public hearing with the Board of Supervisors.
4. Securement of CDLAC Allocation – The CDLAC allocation of private activity bond authority is subject to an application process. The application must be submitted to the County for review and comment at least 10 days prior to the CDLAC deadline. The final application must include the current application fee for CDLAC and a

performance deposit in the amount of .5% of the requested allocation amount to be held by the County. The deposit is returned according to CDLAC procedures, but is subject to reversion to CDLAC if the financing does not close according to their procedures. The CDLAC process includes approximately 60 days for review of applications prior to allocation.

5. Bond Sale Resolution – When an allocation is received the County and financing parties have 90 days in which to complete the financing and sell and close on the issuance of the bonds. All real estate, lender and bond documents are completed. The Board of Supervisors must approve a Bond Sale Resolution, typically 30 days in advance of the proposed bond closing.

### **Bond Sale Modes/Issuing Criteria**

Under its tax exempt financing program the County provides loans secured by a first deed of trust. A fundamental requirement for financings is that the project have loan underwriting and credit enhancement from a third party institution that bears the ultimate risk and responsibility of the loan. The County may consider unrated bonds on a case by case basis. Subordinate financing from other federal, state, or local agencies may be integrated into a plan of finance for the project. Early consultation with County staff is encouraged.

Any bonds issued under the program that are sold to the public should generally be rated “A”, or its equivalent, or better from a nationally recognized rating agency. The same rating requirement applies in the case of a substitution of existing credit facility for bonds that are outstanding.

A preferred way of obtaining the required rating on the bonds is through the provision of additional, outside credit support for the bond issue provided by rated, financially strong private institutions, such as bond insurance companies; domestic and foreign banks and insurance companies; FHA mortgage insurance or co-insurance, etc. The rating on the bonds is based on the credit worthiness of the participating credit enhancement provider. The applicant is required to identify and obtain credit enhancement for each bond issuance. As the primary source of security for the repayment of bonds, the credit enhancement provider reviews and approves the borrower and the project and its feasibility, including the size of the loan and the terms of repayment using their own underwriting criteria.

Fixed rate bonds, or their portion, can be issued without credit enhancement if the proposed financing structure results in the required minimum rating on the bonds by a nationally recognized rating agency. Bonds issued without credit enhancement will be sold to institutional investors in minimum \$100,000 denominations.

### **Private Placement Bonds**

Private Placement Bonds are allowed under the following conditions:

1. The bonds are privately placed with “qualified institutional buyers” under Rule 144A of the Securities Act of 1933, or “accredited investors,” as generally defined under Regulation D of the Securities Act of 1933.
2. The bonds must be sold in minimum \$100,000 denominations.
3. All initial and subsequent purchasers must be willing to sign a sophisticated investor letter in a form approved by the County. While the bonds remain unrated, their

transferability will be restricted to qualified institutional buyers or accredited investors who sign an Investor Letter.

4. The County may limit the number of investors.
5. The owner must indemnify the County against any costs incurred by the County, including any lawsuit initiated by the bondholder or any other party, regardless of whether the developer is negligent, and if requested by the County, post a surety bond guaranteeing the same.

### **Change of Ownership**

The County reserves the right to approve any voluntary change in ownership (i) that results in a transfer of 50% or more of the total equity interests in a developer or (ii) that results in a transfer of any general partner or managing member interest in the developer. Such approval to transfer ownership shall be at the discretion of the County. Transfers made by a limited partner tax credit investor to its affiliates may, at the County's discretion, be exempted from this requirement. The County shall review proposed owner management practices on current and previously owned properties, inspections, financial statements and credit histories.

### **Other Issuers**

Projects financed with subordinate financing from the County (CDBG, HOME, etc.) will be financed by bonds issued by the County. The County may consent to the use of statewide issuers for private activity bonds (including 501c3 bonds) to finance projects located within the unincorporated County when such projects are part of a common plan of finance with one or more projects located within the County. DCD may waive the limitations on the use of statewide issuers.

**Contra Costa County  
Debt Management Policies  
For  
Successor Agency to the former Contra Costa County  
Redevelopment Agency**

## I. Purpose

The purpose of this Successor Agency (“Agency”) Debt Management Policy is to organize and formalize the Agency’s debt-related policies and practices and establish a framework for administering and potentially refinancing the Agency’s debt.

The primary objectives of the policy are to:

- Promote sound financial management
- Assist the Agency in evaluating debt refinancing options
- Ensure full and timely repayment of debt
- Maintain full and complete financial disclosure and good investor relations
- Ensure compliance with applicable state and federal laws

## II. Responsibility/Approval Process

The Director of the Department of Conservation and Development, Deputy Director-Redevelopment, or designee shall be responsible for managing and coordinating all activities related to the administration and potential refinancing of the Agency’s debt, including investment of bond proceeds, compliance with bond covenants, continuing disclosure, and arbitrage compliance.

## III. Debt Issuance

**Refinancing** The Agency may refinance all or a portion of an outstanding debt issue when such refinancing enables the Agency to realize significant debt service savings or other policy goals. In general, refinancing that produces a net present value savings of at least three percent (3%) of the refinanced debt, without extending the term of the refinanced debt, will be considered economically viable. Refinancing that produce a net present value savings of less than three percent (3%) will be considered on a case-by-case basis if there is a compelling public policy objective that is accomplished by retiring the debt. For example, the Agency may pursue a non-economic refinancing to eliminate undesirable legal covenants in outstanding bond documents, to restructure the debt service profile, or to change the tax status of the debt.

## IV. Debt Structure

**Project Area Debt** The Agency may refinance debt for a single project area or may combine financings for multiple project areas to achieve economies of scale or credit benefits. Each project area debt component must conform to the requirements and limitations of its respective project area redevelopment plan.

**Debt Service Reserve Fund** The Agency may finance a debt service reserve fund from bond proceeds or other funds, consistent with federal tax law, to

enhance the marketability of the bonds and/or to satisfy requirements of outstanding debt covenants. The Agency may purchase a reserve fund equivalent (such as a reserve fund surety) when such purchase is considered to be advantageous to the economics of the debt issuance.

**Bond Insurance** The Agency may purchase bond insurance (or secure a letter of credit) for any proposed financing if the economic benefit of the insurance realized through lower interest costs exceeds the cost of the insurance. The Director of the Department of Conservation and Development, Deputy Director – Redevelopment or designee will solicit quotes from providers, and shall have the authority to select a provider whose bid is most cost effective, and whose terms and conditions are satisfactory to the County.

**Call Provisions** In general the bonds will include a call feature that is no longer than 10 years from the date of delivery of the bonds. The Agency will seek to avoid the sale of non-callable bonds absent careful evaluation by the Agency of the value of the call option.

**Original Issue Discount** An original issue discount will be permitted only if the Agency determines that such discount results in a lower true interest cost on the bonds and that the use will not adversely affect the projects to be financed.

**Interest Rate Mode** The Agency shall use only fixed-rate debt to refinance its bonds.

## **VI. Financing Team**

The Agency employs outside financial specialists to assist in developing a debt strategy, preparing bond documents, marketing bonds to investors and generally implementing its financing plan. The Director of the Department of Conservation and Development, Deputy Director – Redevelopment, or designee shall have the authority to periodically select service providers as necessary to meet legal requirements and minimize net Agency debt costs. Such services, depending on the type of financing, may include bond counsel, disclosure counsel, financial advisory, underwriting, trustee, verification agent, escrow agent, arbitrage consulting, and fiscal consulting. The goal in selecting service providers is to achieve an appropriate balance between service and cost.

## **VII. Method of Sale**

The Agency may select a method of sale that is most appropriate for a particular financing or debt program in light of the financial, market, transaction-specific, and Agency-related conditions. The Director of the Department of Conservation and Development, Deputy Director – Redevelopment and/or Community Development Bond Program Manager shall be responsible for determining the appropriate

manner in which to offer any securities to investors, and may consider negotiated sale, competitive bid or private placement, as appropriate. The Agency's bonds have traditionally been sold via negotiated sale. This has been reflective of a complex structure which has required significant up-front work by the bond underwriter, and a strong pre-marketing effort at sale. The Agency may elect to privately place its debt if it is demonstrated to result in a cost savings to the Agency relative to other methods of debt issuance.

### **VIII. Debt Administration**

**Investment of bond proceeds** Investments of bond proceeds shall be consistent with federal tax requirements, the County's adopted Investment Policy as modified from time to time, and with requirements contained in the governing bond documents.

**Continuing Disclosure** The Agency is committed to full and complete primary and secondary market financial disclosure in accordance with disclosure requirements established by the Securities and Exchange Commission and Municipal Securities Rulemaking Board, as may be amended from time to time. The Agency is also committed to cooperating fully with rating agencies, institutional and individual investors, other levels of government, and the general public to share clear, timely, and accurate financial information.

**Arbitrage Compliance** The Agency shall maintain a system of record keeping and reporting to meet the arbitrage compliance requirements of federal tax law or procure an outside contractor for such service.