Golden State Finance Authority (GSFA) Board of Directors Meeting



Wednesday, December 11, 2019 11:00 a.m.

1215 K Street, Suite 1650 Sacramento, California 95814

Golden State Finance Authority (GSFA) Board of Directors Meeting Wednesday, December 11, 2019 11:00 a.m. 1215 K Street Suite 1650 Sacramento, CA 95814

AGENDA

1.	Call to Order & Determination of Quorum
	Chair, Supervisor Kevin Cann, Mariposa County
	Vice Chair, Supervisor Bob Williams, Tehama County

2. Approval of Minutes – August 14, 2019 Board Meeting Board Members absent from the meeting will be recorded as abstained unless the Board Member indicates otherwise

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3. Member County Concerns

4. Public Testimony

At this time any member of the public may address the Board. Speakers are asked to state their name for the record. Comments are usually limited to no more than 3 minutes per speaker.

5. GSFA Lake County Disaster Relief Extension – ACTION
Lisa McCargar, Chief Financial Officer

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6. GSFA Quarterly Budget report (September 30, 2019)

Lisa McCargar

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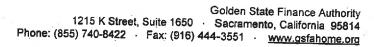
7. GSFA 2020 Proposed Budget – ACTION
Lisa McCargar
Craig Ferguson, Deputy Director

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- 8. Business Development and Program Updates Craig Ferguson,
- 9. Economic Development Activity Updates
 Barbara Hayes, Chief Economic Development Officer

10. Adjournment

Meeting facilities are accessible to persons with disabilities. By request, alternative agenda document formats are available to persons with disabilities. To arrange an alternative agenda document format or to arrange aid or services to modify or accommodate persons with a disability to participant in a public meeting, please call Sarah Bolnik at (916) 447-4806 at least 48 hours before the meeting. Agenda items will be taken as close as possible to the schedule indicated. Any member of the general public may comment on agenda items at the time of discussion. In order to facilitate public comment, please let staff know if you would like to speak on a specific agenda item.





Golden State Finance Authority Board of Directors Meeting August 14, 2019 11:00 a.m. 1215 K Street, Suite 1650 Sacramento CA 95814 916-447-4806

MINUTES

Call to Order & Determination of Quorum

Chair, Supervisor Kevin Cann, Mariposa County, called the meeting to order at 11:19 a.m. A quorum was determined at that time. Those present:

Supervisor	County
David Griffith	Alpine
Brian Oneto	Amador
Doug Teeter	Butte
Jack Garamendi	Calaveras
Denise Carter	Colusa
Gerry Hemmingsen	Del Norte
Lori Parlin	El Dorado
John Viegas	Glenn
Rex Bohn	Humboldt
Matt Kingsley	Inyo
Eddie Crandall	Lake
Aaron Albaugh	Lassen
David Rogers	Madera
Kevin Cann	Mariposa
Carre Brown	Mendocino
Daron McDaniel	Merced
Geri Byrne	Modoc
Stacy Corless	Mono
Dan Miller	Nevada
Jim Holmes	Placer
Anthony Botelho	San Benito
Les Baugh	Shasta
Lee Adams	Sierra
Michael Kobseff	Siskiyou
Bob Williams	Tehama
Jeremy Brown	Trinity
Kuyler Crocker	Tulare
Sherri Brennan	Tuolumne
Randy Fletcher	Yuba

Absent

Michael Kelley Diane Dillon

Imperial Napa Plumas

Kevin Goss. Mat Conat Gary Sandy

Sutter Yolo

Others in Attendance

Supervisor Chris Lopez, Monterey County Justin Caporusso, RCRC Vice President External Affairs Paul A. Smith, RCRC Vice President Governmental Affairs Barbara Hayes, RCRC Chief Economic Development Officer Michael Likosky, RCRC Director of Infrastructure Mary-Ann Warmerdam, RCRC Senior Legislative Advocate Tracy Rhine, RCRC Legislative Advocate Staci Heaton, RCRC Senior Regulatory Affairs Advocate John Kennedy, RCRC Legislative Advocate Leigh Kammerich, RCRC Legislative Analyst Arthur Wylene, RCRC General Counsel Maggie Chui, RCRC Senior Governmental Affairs Coordinator Jeffrey Thorsby, Nevada County Jamme Yang, Yuba County Ed Horton, Placer County Water Agency Crystal Crawford, Ygrene Energy Fund Robert Bendorf Jr., Ygrene Energy Fund Randy Hanvelt

Staff in Attendance

Greg Norton, Executive Director Craig Ferguson, Deputy Director Lisa McCargar, Chief Financial Officer

Approval of Minutes – June 19, 2019 Board Meeting

Board Members absent from the meeting will be recorded as abstained unless the Board Member indicates otherwise

Supervisor Rex Bohn, Humboldt County, motioned to approve the minutes of the June 19, 2019 GSFA Board of Directors Meeting. Supervisor Michael Kobseff, Siskiyou County, seconded the motion. Motion unanimously passed.

Abstaining:

Supervisor Doug Teeter, Butte County; Supervisor David Rodgers, Madera County; Supervisor Jim Holmes, Placer County; Supervisor Anthony Botelho, San Benito County

Member County Concerns

Supervisor Doug Teeter, Butte County, thanked Lisa McCargar, Chief Financial Officer, and Craig Ferguson, Deputy Director, for presenting Butte County and the Town of Paradise a grant to help assist victims of the 2018 Camp Fire.

Public Testimony

None.

Proposed Revisions to the GSFA JPA Agreement

Greg Norton, Executive Director, informed the GSFA Board of Directors that the GSFA Executive Committee at their July 10, 2019 meeting reviewed and approved the revisions to the GSFA Joint Powers Agreement (JPA).

After the approval by the GSFA Executive Committee, Arthur Wylene, RCRC General Counsel, reached out to GSFA Member Counties' County Counsels seeking their input on the revised GSFA JPA. While inputs are not reflected in the current version, GSFA staff will give strong consideration for all the inputs received when the GSFA JPA is revisited in the future. Mr. Norton and Mr. Wylene shared their appreciation for GSFA Member Counties' County Counsels' assistance.

Mr. Norton and Mr. Wylene provided an overview of the specific changes that were made to the GSFA JPA.

Recommendation:

It was recommended that the GSFA Board of Directors review and approve the proposed revisions to the GSFA Joint Powers Authority Agreement.

Supervisor Les Baugh, Shasta County, motioned to approve the proposed revisions to the GSFA JPA Agreement. Supervisor David Griffith, Alpine County, seconded the motion. Motion passed.

Program Updates

Craig Ferguson provided an update on the existing housing and energy programs, including new construction breaking ground for veterans in Sonoma County; meeting with California State Treasurer Fiona Ma; and, recent meetings in Washington D.C.

Economic Development Update

Barbara Hayes, RCRC Chief Economic Development Officer, provided an update on the Economic Development team's recent activities and GSFA Member Counties outreach efforts.

Ms. Hayes encouraged GSFA Member Counties to apply for the U.S. Department of Commerce's grants that would aid communities impacted by 2018 natural disasters.

Ms. Hayes provided an update on the California Department of Housing and Community Development's redesign of the Community Development Block Grant program. Ms. Hayes encouraged GSFA Member Counties to apply for the grants.

Ms. Hayes provided an update on Golden State Natural Resources (GSNR), the new corporation as approved by the GSFA Board of Directors at the May 2019 GSFA Board of Directors meeting to promote forest resiliency, wildfire risk reduction, air quality improvement, organic waste reduction, rural economic development, and related public purposes. The Economic Development team is also evaluating ways that defensible space work can be implemented in an impacted, deliberate manner within RCRC Member Counties. The first GSNR Board of Directors meeting is expected to take place in September/October.

Adjournment

GSFA Chair, Supervisor Kevin Cann, Mariposa County, adjourned the meeting of the GSFA Board of Directors at 11:56 a.m.



Golden State Finance Authority (GSFA)
1215 K Street, Suite 1650 Sacramento, California 95814
Phone: (855) 740-8422 Fax: (916) 444-3219 www.gsfahome.org

To:

GSFA Board of Directors

From:

Lisa McCargar

Date:

December 3, 2019

Re:

Lake County Disaster Relief Assistance Extension - ACTION

Issue

In 2016, GSFA provided two disaster assistance grants to Lake County for the Valley fire in the amounts of \$350,000 and \$700,000. The \$350,000 has been expended, however the County of Lake has notified GSFA that \$350,000 of the \$700,000 grant remains unspent. The balance of \$350,000 is due to expire on December 31, 2019, and the County of Lake is requesting a one-year extension to December 31, 2020.

The county indicated that the funds are still very crucial for the county and that only 20% of the rebuild efforts are complete. There is still a great deal of housing insecurity.

At the meeting of the GSFA Executive Committee on October 16, 2019, the GSFA Executive Committee reviewed and approved the extension of this funding for another calendar year.

Recommendation

It is recommended that the GSFA Board of Directors review and approve a one-year extension for of the remaining \$350,000 unspent disaster assistance grant funds for Lake County.



Golden State Finance Authority (GSFA)
1215 K Street, Suite 1650 · Sacramento, California 95814
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To:

GSFA Board of Directors

From:

Lisa McCargar, Chief Financial Officer

Date:

December 3, 2019

Re:

GSFA Quarterly Budget Report (September 30, 2019)

Summary

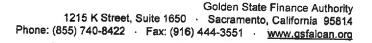
The Statement of Revenues and Expenses for GSFA provides a budget to actual comparison for the nine months ended September 30, 2019.

Attachment

 GSFA Statement of Revenues and Expenses, Budget vs. Actual, for the Nine Months Ended September 30, 2019.

GOLDEN STATE FINANCE AUTHORITY 2019 BUDGET vs. ACTUAL September 30, 2019

Income:	2019 Annual Budget			Months Ended tember 30, 2019 Actual	Favorable/	Percent Favorable/ (Unfavorable)
Housing Program Revenue	\$25,500,000	\$ 19,125,000	\$	6,624,114	\$ (12,500,886)	-65.36%
Energy Program Revenue	851,500	638,622	<u> </u>	600,712	(37,910)	-5.94%
Grant Reimbursed Costs	250,000	 187,497		163,742	(23,755)	-12.67%
Interest and Dividend	600,000	450,000		1,030,870	580,870	129.08%
Capital Gains / (Losses)	20,000	 15,003		229,354	214,351	1428.72%
Ongoing Issuer Fees	80,000	60,003		61,350	1,347	2.24%
2nd Mortgage Interest	300,000	225,000		149,744	(75,256)	-33.45%
Miscellaneous Income	-	ı' -		1,134	1,134	100.00%
Total Income	\$27,601,500	\$ 20,701,125	\$	8,861,020	\$ (11,840,105)	-57.20%
Expenditures:						
Accounting & Auditing	\$ 34,000	\$ 25,497	\$	34,053	\$ (8,556)	-33.56%
Bank Fees	1,000	747		269	478	63.99%
Business Dev & Expansion	100,000	74,997		100,126	(25,129)	-33.51%
CDLAC fees	100,000	74,997		1,200	73,797	98.40%
Custodian/Trustee	30,000	22,500		-	22,500	100.00%
Consultants	811,000	608,247		432,126	176,121	28.96%
Contract Performance Fee	810,000	607,500		-	607,500	100.00%
Dues, Fees & Subscriptions	20,000	15,003		10,390	4,613	30.75%
Grant Cost	250,000	187,497		163,742	23,755	12.67%
Grant Fund - California Disaster Assistance		_		963,678	(963,678)	100.00%
Insurance	38,000	28,503		30,171	(1,668)	-5.85%
Legal Services	200,000	150,003		106,462	43,541	29.03%
Loan Losses	80,000	60,003		71,119	(11,116)	-18.53%
Miscellaneous		_		4,928	(4,928)	100.00%
Energy Servicing Programs	245,000	183,753		177,100	6,653	3.62%
Gift Program (DPA)	22,000,000	16,499,997		4,194,631	12,305,366	74.58%
Pipeline Services	180,000	135,000		65,000	70,000	51.85%
DPA Program Management	550,000	412,497		114,385	298,112	72.27%
Postage	4,000	2,997		3,018	(21)	-0.70%
Printing and Duplication	1,000	747		621	126	16.87%
Promotion and Marketing	25,000	18,747		1,403	17,344	92.52%
Rent	93,500	70,128		66,426	3,702	5.28%
Contract Support Services	4,908,000	3,681,000		3,681,000	-	0.00%
Sponsorships	100,000	74,997		50,500	24,497	32.66%
Board Member Travel & Reimbs	15,000	11,250		-	11,250	100.00%
Travel	40,000	 29,997		23,079	6,918	23.06%
Total Expenditures	\$30,635,500	\$ 22,976,604	\$	10,295,427	\$ 12,681,177	55.19%
Net Revenues Over Expenditures	\$ (3,034,000)	\$ (2,275,479)	\$	(1,434,407)	\$ 841,072	-36.96%





To:

GSFA Board of Directors

From:

Lisa McCargar, Chief Financial Officer

Craig Ferguson, Deputy Director

Date:

December 3, 2019

Re:

GSFA 2020 Proposed Budget - ACTION

The proposed 2020 Golden State Finance Authority (GSFA) Operating Budget constitutes our continued commitment to the core functions of providing affordable housing, energy retrofit, economic development and infrastructure programs. This proposed budget represents a year of continued planned investment for the organization and is representative of GSFA's continued effort to seek new opportunities for member counties in line with GSFA's purposes. The GSFA Executive Committee reviewed and approved the 2020 GSFA Operating Budget at their meeting on November 13, 2019.

The following sections describe in more detail the highlights of the attached proposed 2020 Budget, and the "Key Differences Between 2020 and 2019 Budgets" section describes the significant changes from 2019.

2020 Proposed GSFA Budget Summary

The proposed 2020 GSFA Budget (Attachment A) includes total revenues of \$14,495,250 and total expenditures of \$14,111,800 and results in net revenues over expenditures of \$383,450. The primary sources of revenue and expenditures are described below.

2020 Proposed Revenue Highlights

Proposed revenues are primarily derived from GSFA's housing and energy programs. In addition, interest income from second mortgage portfolio earnings and interest and dividend earnings from portfolio investments provide proposed sources of revenue.

The proposed 2020 GSFA Budgeted Revenue of \$14,495,250 includes:

- Housing program revenue which remains the primary source of GSFA revenues, are expected to generate \$12,538,750 in 2020.
- Revenues from energy financing programs are estimated to be \$600,000.

- Energy program loan servicing revenue from the prior American Recovery and Reinvestment Act (ARRA) program. GSFA cost reimbursements from this grant are estimated to be \$200,000 for 2020.
- The GSFA second mortgage portfolio which is projected to generate interest income of \$200,000.
- Interest earnings from investments projected at \$850,000.

2020 Proposed Expenditure Highlights

The proposed 2020 GSFA Expenditure Budget is designed to provide the resources necessary to pursue and implement housing, energy programs and services, economic development and infrastructure programs. The proposed 2020 Expenditure Budget totals \$14,111,800. Primary expenditures are for housing program down payment assistance (DPA), contract support services payments, estimated contract performance fees to RCRC and program management fees. In addition, the 2020 Expenditure Budget demonstrates GSFA's plan to continue to pursue rural economic development and infrastructure financing opportunities for member counties, including the escalation and expansion of the forest resiliency program.

The key proposed 2020 GSFA expenditures include (significant differences from 2019 to 2020 are described under "Key Differences Between 2020 and 2019 Budgets" section):

- Housing program DPA to homebuyers of \$4.0 million and associated program management and pipeline services fees totaling \$1.1 million.
- Contract support services payments to RCRC in the amount of \$5,548,000. The
 proposed lump sum contract services and estimated performance fee amount for
 RCRC services includes a prorated amount of the salaries for RCRC personnel who
 provide services to the JPA through the contract for services with RCRC, including
 those of the President/CEO, Chief Financial Officer and Vice President of RCRC.
 The proposed contract services amount and performance fee and the underlying
 compensation for RCRC personnel that are included in the proposed budget will be
 approved by the RCRC Board of Directors.
- The proposed budget includes a lump sum contract performance fee of \$1,629,000.
 Each year, the contract calls for the GSFA Board to consider and approve this performance fee as part of its budgeting process.
- Energy servicing of \$380,000 includes contract payments to National Homebuyers Fund, Inc. for their servicing and managing of two energy-related programs including servicing loans associated with the ARRA program and managing the energy retrofit

program. These fees are detailed in the service contract between GSFA and NHF as approved by the respective Boards.

- \$415,000 for consultants, including costs associated with increased economic development activities.
- \$200,000 for business development and expansion, \$200,000 for legal services, and \$100,000 for sponsorships.

Key Differences between the 2020 and 2019 Budgets

The proposed 2020 GSFA Operating Revenue Budget is \$14,495,250, a decrease of \$13,106,250 (-47.5%). The proposed 2020 expenditures budget for GSFA of \$14,111,800 represents a decrease of \$16,523,700 (-53.9%) from the 2019 approved budget. Following is a summary of the key differences between the proposed 2020 and the 2019 approved budgets:

- Housing Program Revenue A decrease of \$12,961,250 (-50.8%) of revenue resulting from decreased lender activity in GSFA's down payment assistance program, impacted by market conditions and interest rates. Although revenue is projected to decline, the components of revenue will vary and volume is expected to improve (as described in Other Related Matters below).
- Energy Program Revenue A decrease of \$251,500 (-29.5%) resulting from changing market and additional underwriting conditions for the underlying energy loan product.
- Interest and Dividend Income An increase of \$250,000 (41.7%) associated with earnings on the entity's investments, including movement of funds to higher-earning interest rate accounts.
- Housing Program DPA (Expense) to Homebuyers

 A decrease of \$18,000,000
 (-81.8%) in program DPA due to decreased program activity projections. Program management fees have also decreased in line with market rates.
- DPA Program Management (Expense)— An increase of \$450,000 (81.8%) in program management expenses to GSFA. This fee is based on underlying program volume.
- Contract Support Service Expenses An increase of \$640,000 (13.0%) in current fees due to an increase in direct and indirect costs in providing services. The most significant impact results from expenditures associated with the growing economic development initiatives, specifically the forest resiliency program, including human resources support and the related benefits.
- Contract Performance Fee A increase of \$819,000 (101.1%) a predetermined and contracted formula based on housing and energy program activity levels.

Although housing revenue is projected to decline, the net revenue on which performance is calculated is expected to improve, resulting in an increase in the performance fee.

- Energy Servicing A decrease of \$115,000 (-23.2%) due to decreased program activity and declining loan portfolios requiring servicing as the portfolio matures and number of outstanding loans decline.
- Consultants A decrease of \$396,000 (-48.8%). In prior year, significant feasibility and exploratory costs were incurred. In 2020, such proposed costs are not contained in the GSFA expense budget.
- Business Development and Expansion An increase of \$100,000 (100%) from 2019 due to increased industry outreach related to housing programs.
- Legal Fees Legal fees have been budgeted to remain flat compared to 2019. Most projected 2020 legal fees are related to economic development efforts.
- Travel- An increase of \$65,000 (162.5%) in travel due to reimbursement for increased efforts related to economic development and forest resiliency efforts in line with the organization's expanding mission.

Budgeted Net Revenue

The proposed budget for 2020 will result in net revenues over expenditures of \$383,450. The budgeted expenditures include noncash items for projected loan losses of \$80,000 and unrealized gains of \$20,000. Therefore, the proposed 2020 budget is projected to generate net cash resources of \$443,450.

Other Related Matters

Due to the volatility and pace of the programs and markets, request authority for the Executive Director to make necessary business decisions up to \$500,000 per decision outside of the approved operating budget. Also request the GSFA Executive Director be granted with the authority to proceed with necessary operating decisions due to changes in the market, economy or changing transactional requirements to avoid unnecessary delay and provide the necessary flexibility to effectively and timely implement and modify programs. Such expenditure and operational decisions are to be made in consultation with the GSFA Deputy Director, the GSFA Chair and the GSFA Vice Chair and are to be reported back to the Board with subsequent ratification as necessary.

During 2019, the GSFA Board of Directors approved utilization of up to \$10 million of resources as an investment into a potential housing program. While such an investment would use cash, it would create an offsetting asset in the form of notes receivable.

Recommendations

It is recommended that the GSFA Board of Directors approve the following recommendations:

- 1. Approve the attached proposed 2020 GSFA Operating Budget.
- 2. Grant the GSFA Executive Director the authority to make necessary business decisions and utilize up to \$500,000 per decision outside of the approved operating budget when necessary. Such decisions will be made in consultation with the GSFA Deputy Director, the GSFA Board Chair and Vice Chair and reported back to the GSFA Board at the next available Board meeting.
- 3. Grant the GSFA Executive Director the authority to proceed with necessary operating decisions due to changes in opportunities, the market, the economy or changing transactional requirements to provide necessary flexibility to effectively and timely implement programs. Such decisions to be made in consultation with the GSFA Deputy Director, GSFA Chair and GSFA Vice Chair with subsequent ratification by the Board of Directors as necessary.
- 4. Consider and approve the lump sum contract service fee to RCRC in the amount of \$5,548,000 which includes a prorated amount of the salaries for RCRC personnel who provide services to the JPA through the contract for services with RCRC, including those of the RCRC President/CEO, RCRC Chief Financial Officer and RCRC Vice President, and estimated performance fee in the amount of \$1,629,000.

Attachment

2020 GSFA Operating Budget

GOLDEN STATE FINANCE AUTHORITY FY 2020 BUDGET

For the Year Ended December 31, 2020

	2020		2019	CI	nange increase
Income:	Budget		Budget		/ (Decrease)
Housing Program Revenue	\$ 12,538,750	1	\$ 25,500,000	\$	(12,961,250)
Energy Program Revenue	600,000	_	851,500	Ť	(251,500)
Grant Reimbursed Costs	200,000	\dagger	250,000	<u> </u>	(50,000)
Interest and Dividend	850,000	\top	600,000	\top	250,000
Capital Gains / (Losses)	20,000	T	20,000		
Ongoing Issuer Fees	86,500	T	80,000		6,500
2nd Mortgage Interest	200,000		300,000		(100,000)
Total Income	\$ 14,495,250	1	27,601,500	\$	(13,106,250)
Expenditures:					
Accounting & Auditing	\$ 40,000	1	34,000	\$	6,000
Bank Fees	1,000	Т	1,000		-
Business Development and Expansion	200,000		100,000		100,000
CDLAC fees	100,000		100,000		-
Custodian/Trustee	30,000	Г	30,000		-
Consultants	415,000		811,000		(396,000)
Contract Performance Fee	1,629,000	Г	810,000		819,000
Dues, Fees & Subscriptions	20,000		20,000		-
Energy Servicing	380,000		495,000		(115,000)
Insurance	41,000	Г	38,000		3,000
Legal Services	200,000		200,000		-
Loan Losses	80,000		80,000		-
Miscellaneous	200		-		200
Gift Program (DPA)	4,000,000		22,000,000		(18,000,000)
Pipeline Services	100,000		180,000		(80,000)
DPA Program Management	1,000,000		550,000	,	450,000
Postage	4,000		4,000		-
Printing and Duplication	1,000		1,000		-
Promotion and Marketing	-	Г	25,000		(25,000)
Rent	102,600		93,500		9,100
Contract Support Services	5,548,000		4,908,000		640,000
Sponsorships	100,000		100,000		-
Board Member Travel and Reimbursements	15,000		15,000		-
Travel	105,000		40,000		65,000
Total Expenditures	\$ 14,111,800	\$	30,635,500	\$	(16,523,700)
Net Revenues Over Expenditures	\$ 383,450	\$	(3,034,000)	\$	3,417,450
Noncash Adjustments:					
Capital Gains	\$ (20,000)	\$	(20,000)		
Loan Losses	\$ 80,000	\$	80,000	\$	
Projected net cash flow	\$ 443,450	\$	(2,974,000)	\$	3,417,450

DELEGATE EXPENSE CLAIM

LODGING Land Expens other fees, up for ALL reque	To we give a state of the state	Month/Year (Where Expenses Were Incurred) Date Time (Where Expenses Were Incurred) Where Expenses Were Incurred in the Travel and Expense Policy. Receipts Supervisor's Signature Mail Payment To:
	LODGING Travel and Experand other fees, u, ipts for ALL requ	(Where Expenses Were Incurred) for expenses as required in the Trave ive of room rate, occupancy tax and C Travel and Expense Policy. Receipts f

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