



CALIFORNIA MUNICIPAL FINANCE AUTHORITY

Minutes

Friday, June 2, 2023 @ 11:00 a.m.

City Hall, 200 S. Anaheim Blvd., 6th Floor, Anaheim, CA 92805

A. PROCEDURAL ITEMS FOR THE CMFA

1. Call to Order and Roll Call.

<input checked="" type="checkbox"/> Mr. Bob Adams	<input checked="" type="checkbox"/> Mr. Andrew Alexander
<input type="checkbox"/> Ms. Paula Connors	<input checked="" type="checkbox"/> Ms. Joya De Foor
<input checked="" type="checkbox"/> Mr. Justin McCarthy	<input type="checkbox"/> Ms. Deborah Moreno

The board members denoted in attendance above represented a quorum. Justin McCarthy served as chair. The meeting was called to order.

Executive Director, Edward Becker attended. John Stoecker and Travis Cooper attended as financial advisors to the Authority. Ron Lee of Jones Hall, APLC, attended as counsel to the Authority. Katrina Dair attended as a representative of Sierra Management Group, LLC. Ben Barker attended virtually as a financial advisor to the Authority. Crystal Liu, Ryan McCormick, Karen Harvey, and Kirsten Borgquist attended virtually as representatives of Sierra Management Group, LLC.

2. Approve Minutes of the meeting(s) of the Board.

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

3. Public Comment.

None.

B. ACTION ITEMS FOR THE CMFA

4. Declare the CMFA's intent to incur tax-exempt and/or taxable obligations to finance the following projects and other related actions:

- a. Alliant Strategic Development LLC or an affiliate thereof, (Vista Heights Apartments), City of Murrieta, County of Riverside; issue up to \$90,000,000 in tax-exempt and/or taxable revenue bonds. (Resolution 23-155)

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

5. Authorize the issuance of revenue bonds or other obligations to finance or refinance the following projects, the execution and delivery of related documents, and other related actions:

- a. 26 Point 2 LP, a California limited partnership, (26 Point 2 Apartments) City of Long Beach, County of Los Angeles; issue up to \$1,750,000 in tax-exempt and/or taxable revenue bonds. (Resolution 23-156)

Motion by De Foor. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

- b. Greenfield Commons EAH, L.P., (Greenfield Commons Apartments), City of Greenfield, County of Monterey; issue up to \$80,000,000 in tax-exempt and/or taxable revenue bonds. (Resolution 23-157)

Motion by Alexander. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

- c. Family HealthCare Network, Cities of Hanford, Oroshi, Reedley, Selma, Springville, Visalia, Counties of Fresno, and Tulare; issue up to \$40,000,000 in tax-exempt and/or taxable revenue bonds. (Resolution 23-158)

Motion by Adams. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

6. Hold a Public Hearing and Approve a Resolution to change the Rate and Method of Apportionment and increase the bond indebtedness limit to \$5,900,000 for CMFA Community Facilities District No. 2023-3 (County of Placer – Morgan Knolls). (Resolution 23-159)

The Public Hearing was held with no comments from the public. Results of the election were unanimously in favor of CFD formation. Motion by De Foor. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

7. Declare the CMFA’s intention to establish a CMFA Community Facilities District and to levy a special tax to finance certain public facilities therein for the following:
 - a. CMFA Community Facilities District No. 2023-6 (City of Lincoln – Magnolia Village); Williams Homes. (Resolution 23-160)

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

8. Declare the CMFA’s intention to incur bonded indebtedness for a CMFA Community Facilities District to finance the acquisition and construction of certain public facilities as follows:
 - a. CMFA Community Facilities District No. 2023-6 (City of Lincoln – Magnolia Village); incur up to \$3,200,000 of indebtedness, Williams Homes. (Resolution 23-161)

Motion by De Foor. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

9. Authorize the formation of Community Facilities District in the County of Sacramento and the authorization to issue special tax bonds or other obligations to finance public infrastructure, and other related actions:
 - a. Hold a Public Hearing regarding the formation, bond issuance and appropriation limits for proposed California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap).

The Public Hearing was held with no comments from the public.

- b. Approve Resolution forming California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap). (Resolution 23-162)

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

- c. Approve Resolution determining necessity to incur up to \$106,530,000 of bonded indebtedness and other debt in and for California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap). (Resolution 23-163)

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

- d. Approve Resolution calling a special election in and for California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap). (Resolution 23-164)

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

- e. Announcement of results of election.

Results of the election were unanimously in favor of CFD formation.

- f. Approve Resolution declaring results of special election and directing recording of notice of special tax lien in and for the California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap). (Resolution 23-165)

Motion by Alexander. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

- g. Introduction and Waiving First Reading of Ordinance levying special taxes within California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap). (Ordinance 23-06)

Motion by Alexander. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

- 10. Authorize the formation of Community Facilities District in the City of Elk Grove and the authorization to issue special tax bonds or other obligations to finance public infrastructure, and other related actions:
 - a. Hold a Public Hearing regarding the formation, bond issuance and appropriation limits for proposed California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch).
 - b. Approve Resolution forming California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch). (Resolution 23-166)
 - c. Approve Resolution determining necessity to incur up to \$70,300,000 of bonded indebtedness and other debt in and for California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch). (Resolution 23-167)
 - d. Approve Resolution calling a special election in and for California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch). (Resolution 23-168)
 - e. Announcement of results of election.
 - f. Approve Resolution declaring results of special election and directing recording of notice of special tax lien in and for the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch). (Resolution 23-169)
 - g. Introduction and Waiving First Reading of Ordinance levying special taxes within California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch). (Ordinance 23-07)

The Public Hearing was opened and the item was continued to the June 23, 2023 meeting.

- 11. Approve audit engagement and audit by Macias Gini & O’Connell (MGO).

Motion by De Foor. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

- 12. Review and approve fiscal year 2023-2024 budget.

Motion by Alexander. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

C. INFORMATIONAL ITEMS FOR THE CMFA

- 13. Treasurer’s Report

Treasurer's Report was given.

- 14. Administrative Issues.
 - a. Executive Director Report
 - b. Marketing Update
 - c. Membership Update
 - d. Transaction Update
 - e. Legislative Update
 - f. Legal Update

Administrative issues were discussed.

- 15. Adjournment.

Motion by De Foor. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.



2023-24 NON-PROFIT MEMBERSHIP SUMMARY AND RECOMMENDATIONS

Action: Approve CMFA's Membership with Various Non-Profits

Purpose: Approve CMFA's Membership with Various Non-Profits

Meeting: June 23, 2023

Background:

Approve CMFA membership with the following nonprofit organizations:

- California Affordable Housing Development Association
- Asian Americans in Public Finance
- California City Management Foundation
- California Contract Cities Association
- California Housing Consortium
- California Council for Affordable Housing
- California Society of Municipal Finance Officers
- Council of Development Finance Agencies
- Government Finance Officers Association
- Healthcare Financial Management Association
- Housing California
- Kennedy Commission
- National Housing & Rehabilitation Association
- Non-Profit Housing Association of Northern California
- Southern California Association of Non-Profit Housing
- San Diego Housing Federation

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve membership in the previously listed non-profit organizations located throughout California.



THE GAP COMMUNITY FACILITIES DISTRICT SUMMARY AND RECOMMENDATIONS

Applicant:	Lennar Homes of California, LLC
Amount:	\$106,530,000
Action:	Approval
Purpose:	Approve Waiver of 2nd Reading and Adoption of Ordinance Levying Special Taxes within CMFA Community Facilities District No. 2023-5 (County of Sacramento – The Gap)
Activity:	BOLD/ Community Facilities District
Meeting:	June 23, 2023

Background and Resolutions:

The CMFA’s BOLD Program (“BOLD”) utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the “Act”) to raise revenues for the infrastructure needs of local agencies in California. The County of Sacramento (the “County”) is a member of the CMFA and a participant in BOLD. Lennar Homes of California, LLC (the “Developer”) previously submitted an application to the CMFA to use BOLD in relation to the Developer’s proposed development of certain property located in the County.

On April 28, 2023 the CMFA adopted a resolution stating its intention to form a proposed community facilities district (the “Resolution of Intention to Form CFD”) to be called California Municipal Finance Authority Community Facilities No. 2023-5 (County of Sacramento – The Gap), and a resolution stating its intention to incur bonded indebtedness for such CFD (the “Resolution of Intention to Incur Bonded Indebtedness”).

On June 2, 2023, the CMFA held a public hearing on the formation of the CFD and the incurrence of bonded indebtedness for the CFD and held the special election on the formation of the CFD. The CMFA then adopted the following resolutions to facilitate the formation of California Municipal Finance Authority Community Facilities District No. 2023-5:

- Resolution of the Board of Directors of the California Municipal Finance Authority Forming California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (the “Resolution of Formation”).

- Resolution of the Board of Directors of the California Municipal Finance Authority Determining Necessity to Incur Bonded Indebtedness and Other Debt in and for California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (the “Resolution Determining Necessity”).
- Resolution of the Board of Directors of the California Municipal Finance Authority Calling Special Election in and for California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (the “Resolution Calling Election”).
- Resolution of the Board of Directors of the California Municipal Finance Authority Declaring Results of Special Election and Directing Recording of Notice of Special Tax Lien in and for Each Improvement Area in California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (the “Resolution Declaring Election Results”).

Ordinance:

The final legislative act for the formation of California Municipal Finance Authority Community Facilities District No. 2023-5 at the June 2, 2023, CMFA meeting of the Board of Directors was the introduction of the ordinance levying special taxes on the land in the CFD. The Board of Directors of the CMFA is now being asked to approve this Ordinance.

The Ordinance of the Board of Directors Levying Special Taxes on the land in the CFD will support the bonds and the services by this ordinance. The special tax lien puts the rate and method of apportionment for each Improvement Area on record for all parcels within the applicable Improvement Area. The levy conforms to the special tax formula approved by the Board in the Resolution of Formation and provides for the taxes to be collected each year on the general tax rolls of the County.

The Project:

The project includes approximately 203.55 acres and is planned to include 937 single family homes, plus parks, open space and school sites. The project is planned to occur over multiple phases that will require the CFD to be structured with an additional boundary and future annexation areas. Lennar Homes is planning to develop the property and build the homes within the CFD.

Improvement Area No. 1 will include three tax zones and is planned to include 331 single family units consisting of 6 different product types. Grading and development for Improvement Area No. 1 is underway with underground improvements planned to begin in June/July. Model home production is anticipated to begin Q2 2023.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$106,530,000 on behalf of the CFD and all improvement areas therein.

Future Action:

The Gap CFD will be sold as a standalone financing. Depending on development status, the Gap CFD transaction will be sold in the fall of 2023.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Facilities:

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

Anticipated roadway improvements include those related to:

- County Roadway and Frontage Lane (Florin Vineyard)

Public Facilities Financed Through Development Impact Fees:

Authorized facilities include any facilities authorized by the Mello-Roos Community Facilities Act of 1982 (the “Act”) that are financed in whole or in part by development impact fees, whether County or other local agency fees levied in connection with development of the property. The authorized facilities include, but are not limited to, facilities authorized by the Act to be funded by fees levied by the following agencies:

- County of Sacramento
- Sacramento County Transportation Development Fee Program
- Sacramento County Water Agency Zone 40
- Sacramento Regional County Sanitation District
- Sacramento Area Sewer District

Prepayment of Overlapping Liens:

The CFD may also pay in full amounts necessary to eliminate any fixed special assessment liens or to pay, repay, or defease any obligation to pay or any indebtedness secured by any tax, fee, charge, or assessment levied within the area of the CFD or may pay debt service on that indebtedness.

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Ordinance Levying Special Taxes within the CMFA Community Facilities District No. 2023-5 (County of Sacramento – The Gap).



PROPERTY ASSESSED CLEAN ENERGY (“PACE”) SUMMARY AND RECOMMENDATIONS

Action	Approve Resolutions and Related Items for the Collection of PACE Property Tax Assessments by Counties
Purpose:	Property Assessed Clean Energy (“PACE”)
Activity:	PACE Financing and Refinancing of Energy Efficiency, Water Efficiency, Renewable Energy Generation and Seismic Improvements
Meeting:	June 23, 2023

Background:

Property Assessed Clean Energy (“PACE”) programs help local economies and the environment by providing financing for energy and water efficient improvements and renewable energy systems. Communities with PACE programs have increased construction activity, created jobs, lowered utility bills, and reduced greenhouse gas emissions. Property owners repay the financing through their property tax bill over the useful life of the installed products.

Discussion:

PACE property tax assessments are added to the property owner’s tax bills for collection by the county where the property is located. The below listed counties require annual authorization by the Board of the taxing district to place the assessments on the tax roll. The CMFA Board is being asked to approve the following items for the respective counties.

- | | |
|------------------------|------------|
| 1. County of Alameda | Resolution |
| 2. County of Riverside | Resolution |
| 3. County of Solano | Resolution |
| 4. County of Ventura | Resolution |

The above-listed items have been reviewed by Jones Hall.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve the above-listed county resolutions and related items.



DYNAMIS ENERGY SUMMARY AND RECOMMENDATIONS

Applicant: Dynamis Energy LLC

Action: Initial Resolution

Amount: \$30,000,000

Purpose: Finance Biomass Power Plant Located in the City of Ione,
 Amador County, California

Activity: Exempt Facility

Meeting: June 23, 2023

Background:

Dynamis Energy is an environmentally friendly, waste-to-energy company serving government, utilities, and private industry. Dynamis Energy addresses the needs of the global community by providing green energy and environmental solutions from renewable resource services and products of superior quality to their customers and partners.

Dynamis Energy has one mission to convert the world's waste into tomorrow's products. To achieve this mission, they have designed and implemented the simplest and most practical, modular, scalable waste gasification and energy recovery systems available. Implementation of the solutions provides economic incentives for customers, employees, stakeholders and partners.

Dynamis Energy can provide a system for nearly any type of solid waste disposal problem. Their systems are available for any sized municipal and industrial waste disposal application. Waste is becoming one of the largest global sources of renewable energy, making the combination of waste disposal and energy recovery a sustainable industry.

The Project:

The DE Vista Hydrogen Project site includes rehabilitation of an existing biomass power plant, fully licensed and permitted, with a total output potential of approximately 20 MW. The power produced will be used for hydrogen production expected in the approximate amount of 2.5 million Kg of hydrogen annually. The Project will utilize low-cost biomass waste streams as feedstock, which results in a negative carbon intensity for the Project. The Project's technology combines known, industry-standard biomass generation with an established electrolyzer technology. Additional key Project milestones include: (1) Permitting on the site is essentially complete; (2) Water has been secured under contract for the electrolyzer; (3) Dynamis has executed an LOI for a 10-year offtake agreement for 100% of the Project's production volume; and (4) the EPC Contract is in final stages of negotiation.

The City of Ione:

The City of Ione is a member of the CMFA and will be asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$31,462 as part of the CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 30,000,000
Taxable Bond Proceeds:	\$ 65,850,000
Equity:	<u>\$ 51,611,538</u>
Total Sources:	\$ 147,461,538

Uses of Funds:

Land Acquisition:	\$ 1,500,000
New Machinery/Equipment:	\$ 111,502,755
Debt Service Reserve Fund:	\$ 9,533,648
Capitalized Interest	\$ 11,739,208
Development Expenses:	\$ 7,433,517
Cost of Issuance:	<u>\$ 5,752,410</u>
Total Uses:	\$ 147,461,538

Terms of Transaction:

Amount:	\$30,000,000
Maturity:	20 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Public Offering
Bond Rating:	Anticipated Investment Grade
Estimated Closing:	October 2023

Public Benefit:

The financing of this Project will provide environmental benefits providing the use of biomass as an energy source and hydrogen production for the replacement of fossil-based transportation fuels.

Finance Team:

Underwriter:	Piper Sandler & Co.
Bond Counsel:	Orrick, Herrington & Sutcliffe, LLP
Underwriter Counsel:	TBD
Issuer Counsel:	Jones Hall, APLC
Borrower Counsel:	Internal counsel

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$30,000,000 for the Dynamis Energy facility located in the City of Ione, Amador County, California.

Note: This transaction is subject to review and final approval at the Final Resolution.

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



600 SAN PEDRO APARTMENTS PHASE I SUMMARY AND RECOMMENDATIONS

Applicant: The Related Companies

Action: Final Resolution

Amount: \$15,000,000

Purpose: Finance Affordable Multi-Family Rental Housing Facility
Located in the City of Los Angeles, Los Angeles County,
California

Activity: Affordable Housing

Meeting: June 23, 2023

Background:

In 1972, Stephen Ross founded Related Companies, known then as Related Housing Companies. Related Companies owns and operates a portfolio of assets valued at over \$15 billion. They place a high priority on developing, acquiring and preserving housing for the affordable sector. Over 60% of the 40,000 residential apartment homes under their management are part of one or more affordable housing programs, and an additional 20% of these homes provide workforce housing.

To date, Related Companies has developed or acquired over 23,000 affordable housing units with a total value of approximately \$3.5 billion. Currently, they have over 7,000 units under development or under contract throughout the country with a value in excess of \$1.5 billion. Their portfolio of affordable and mixed-income developments demonstrates their continuing ability to create affordable housing opportunities in a variety of geographically, economically, and socially diverse neighborhoods.

The Project:

The 600 San Pedro Apartments is a two-phase, new construction, 302-unit, 100% Permanent Supportive Housing community. All units will receive project based rental subsidy, allowing the project to serve individuals experiencing homelessness who earn between 20%-30% AMI. The project consists of two phases, which will be constructed and operated simultaneously. Each phase has its own ownership structure and capital stack. The project consists of two buildings: a 17-story high-rise residential mixed-use building (the “Tower”) and a four-story parking structure (“Parking Structure”) with retail at the base. The Tower includes 302 dwelling units (two hundred ninety-eight (298) PSH units and four (4) manager units) with approximately 10,200 square feet of residential amenity and supportive services space. The separate 4-story parking structure includes 212 parking stalls, 172 bicycle parking spaces and approximately 2,800 square feet of ground floor commercial space. The Project will include 30,600 square feet of open space. Of the total 302 dwelling units, Phase 1 will consist of 149 affordable units at 20% and 30% AMI. This financing will create 147 units of affordable housing for low-income households in the City of Los Angeles for 55 years.

The City of Los Angeles:

The City of Los Angeles is a member of the CMFA and will be asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$6,742 as part of the CMFA’s sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Recycled Bond Proceeds:	\$ 10,788,000
Taxable Bond Proceeds:	\$ 58,592,000
HCD IIG:	\$ 3,182,000
LACDA/NPLH:	\$ 15,000,000
AHP:	\$ 1,250,000
Deferred Costs:	\$ 2,498,900
Total Sources:	\$ 91,310,900

Uses of Funds:

Land Acquisition:	\$ 2,012,500
New Construction:	\$ 56,440,450
Architectural & Engineering Fees:	\$ 3,676,000
Legal & Professional Fees:	\$ 5,830,000
Fees & Permits:	\$ 3,610,480
FF&E:	\$ 742,000
Marketing:	\$ 325,000
Construction Period Interest:	\$ 10,000,000
Other Costs*:	\$ 8,674,470
Total Uses:	\$ 91,310,900

Terms of Transaction:

Amount:	\$15,000,000
Maturity:	33 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Private Placement
Estimated Closing:	June 2023

Public Benefit:

A total of 147 low-income households will be able to enjoy high-quality, independent, affordable housing in the City of Los Angeles for the next 55 years.

Percent of Restricted Rental Units in the Project: 100%
20% (30 Units) restricted to 20% or less of area median income households; and
80% (117 Units) restricted to 30% or less of area median income households.
Unit Mix: Studio units
Term of Restriction: 55 years

Finance Team:

Lender:	Citibank N.A.
Bond Counsel:	Orrick, Herrington & Sutcliffe LLP
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	Norris George and Ostrow
Borrower Counsel:	Bocarsly Emden Cowan Esmail & Arndt LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$15,000,000 for the 600 San Pedro Apartments Phase I affordable multi-family housing facility located in the City of Los Angeles, Los Angeles County, California.

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



600 SAN PEDRO APARTMENTS PHASE II SUMMARY AND RECOMMENDATIONS

Applicant: The Related Companies

Action: Final Resolution

Amount: \$15,000,000

Purpose: Finance Affordable Multi-Family Rental Housing Facility
Located in the City of Los Angeles, Los Angeles County,
California

Activity: Affordable Housing

Meeting: June 23, 2023

Background:

In 1972, Stephen Ross founded Related Companies, known then as Related Housing Companies. Related Companies owns and operates a portfolio of assets valued at over \$15 billion. They place a high priority on developing, acquiring and preserving housing for the affordable sector. Over 60% of the 40,000 residential apartment homes under their management are part of one or more affordable housing programs, and an additional 20% of these homes provide workforce housing.

To date, Related Companies has developed or acquired over 23,000 affordable housing units with a total value of approximately \$3.5 billion. Currently, they have over 7,000 units under development or under contract throughout the country with a value in excess of \$1.5 billion. Their portfolio of affordable and mixed-income developments demonstrates their continuing ability to create affordable housing opportunities in a variety of geographically, economically, and socially diverse neighborhoods.

The Project:

The 600 San Pedro Apartments is a two-phase, new construction, 302-unit, 100% Permanent Supportive Housing community. All units will receive project based rental subsidy, allowing the project to serve individuals experiencing homelessness who earn between 20%-30% AMI. The project consists of two phases, which will be constructed and operated simultaneously. Each phase has its own ownership structure and capital stack. The project consists of two buildings: a 17-story high-rise residential mixed-use building (the “Tower”) and a four-story parking structure (“Parking Structure”) with retail at the base. The Tower includes 302 dwelling units (two hundred ninety-eight (298) PSH units and four (4) manager units) with approximately 10,200 square feet of residential amenity and supportive services space. The separate 4-story parking structure includes 212 parking stalls, 172 bicycle parking spaces and approximately 2,800 square feet of ground floor commercial space. The Project will include 30,600 square feet of open space. Of the total 302 dwelling units, Phase 2 will consist of 153 affordable units at 20% and 30% AMI. This financing will create 151 units of affordable housing for low-income households in the City of Los Angeles for 55 years.

The City of Los Angeles:

The City of Los Angeles is a member of the CMFA and will be asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$7,151 as part of the CMFA’s sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Recycled Bonds:	\$ 11,442,000
Taxable Bond Proceeds:	\$ 62,548,000
HCD IIG:	\$ 3,182,000
LACDA/NPLH:	\$ 15,000,000
AHP:	\$ 1,250,000
Deferred Costs:	<u>\$ 2,536,200</u>
Total Sources:	\$ 95,958,200

Uses of Funds:

Land Acquisition:	\$ 2,012,500
New Construction:	\$ 59,838,762
Architectural & Engineering Fees:	\$ 3,837,000
Legal & Professional Fees:	\$ 5,991,000
Fees & Permits:	\$ 3,667,520
FF&E:	\$ 757,000
Marketing:	\$ 325,000
Construction Period Interest:	\$ 10,000,000
Other Costs*	<u>\$ 9,529,418</u>
Total Uses:	\$ 95,958,200

Terms of Transaction:

Amount:	\$15,000,000
Maturity:	33 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Private Placement
Estimated Closing:	June 2023

Public Benefit:

A total of 151 low-income households will be able to enjoy high-quality, independent, affordable housing in the City of Los Angeles for the next 55 years.

Percent of Restricted Rental Units in the Project: 100%
20% (30 Units) restricted to 20% or less of area median income households; and
80% (121 Units) restricted to 30% or less of area median income households.
Unit Mix: Studio units
Term of Restriction: 55 years

Finance Team:

Lender:	Citibank N.A.
Bond Counsel:	Orrick, Herrington & Sutcliffe LLP
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	Norris George and Ostrow
Borrower Counsel:	Bocarsly Emden Cowan Esmail & Arndt LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$15,000,000 for the 600 San Pedro Apartments Phase II affordable multi-family housing facility located in the City of Los Angeles, Los Angeles County, California.

*Other Costs: These are costs that are categorized by CDLAC as "Other Costs" they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



PACIFIC TOPAZ COMMUNITY FACILITIES DISTRICT SUMMARY AND RECOMMENDATIONS

Applicant:	Pacific Communities Builder, Inc.
Amount:	\$7,790,000
Action:	Approval
Purpose:	Approve Resolutions Initiating Formation of CMFA Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz), Levy a Special Tax and Incur Bonded Indebtedness
Activity:	BOLD/ Community Facilities District
Meeting:	June 23, 2023

Background and Resolutions:

The CMFA's BOLD Program ("BOLD") utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the "Act") to raise revenues for the infrastructure needs of local agencies in California. The City of Lancaster (the "City") is a member of the CMFA and a participant in BOLD. Pacific Communities Builder, Inc. (the "Developer") has submitted an application to the CMFA to use BOLD in relation to the Developer's proposed development of certain property located in the City. The CMFA and the City have accepted such application.

The applicant has requested formation of a community facilities district which will facilitate the future issuance of bonds by the CMFA under the program. Proceeds of bonds will primarily be used to finance infrastructure improvements to be owned by the City and impact fees owed to the City and other public agencies.

As an initial step in using BOLD for the financing, the CMFA needs to form a community facilities district. The proposed community facilities district will be called California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz).

Under the Act, it is a requirement that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to form the CFD, stating the types of public facilities to be financed on behalf of the CFD, setting forth the rate and method of apportionment of a proposed special

tax to be levied in the CFD, and establishing the boundary. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Establish California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz), and to Levy a Special Tax to Finance the Acquisition and Construction of Certain Public Facilities in and for such Community Facilities District (the “Resolution of Intention to Form CFD”).

It is also a requirement under the Act that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to issue bonds payable from the levy of a special tax within the CFD. A resolution meeting that requirement of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Incur a Bonded Indebtedness in and for the California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz) to Finance the Acquisition and Construction of Certain Public Facilities (the “Resolution of Intention to Incur Bonded Indebtedness”).

The Project:

The proposed CFD includes approximately 40 acres and will include 208 single family lots. All of the units will be detached single family units and will also be age restricted. The units are planned to be approximately 1,600 square feet. The Developer is developing the property and will also build and sell 100% of the units to homebuyers.

The Developer plans to start grading the site in Q4 2023 or Q1 2024. Vertical construction is expected to commence Q3 2024 with first home sales occurring Q1 2025.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$7,790,000 on behalf of the CFD and all improvement areas therein.

Future Action:

Under the Act, at a future meeting of the CMFA Board of Directors, the Board of Directors will need to hold a public hearing and adopt additional resolutions formally creating the CFD, authorizing the incurrence of bonded indebtedness for the CFD, levying the special tax within the CFD, and certain other related matters. The Pacific Topaz CFD will likely be pooled with other like-sized CFDs, and sold as a combined financing. Depending on development status, the Pacific Topaz CFD may be included in a pool in late 2024 or early 2025.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Fees Financing Public Facilities:

City of Lancaster:

- Traffic Signals
- Traffic Facilities
- Drainage Facilities
- Park Facilities – Park Development
- Park Facilities – Admin. Offices
- Corporate Yard Facilities
- Park In Lieu Facilities
- Biological Impact Fee
- Open Space Facilities

Other Local Agencies:

- Los Angeles County Sanitation District No. 14

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Resolution of Intention to Form CFD and the Resolution of Intention to Incur Bonded Indebtedness in an amount not to exceed \$7,790,000.



VERRADO II COMMUNITY FACILITIES DISTRICT SUMMARY AND RECOMMENDATIONS

Applicant: Beazer Homes Holdings, LLC

Amount: \$2,900,000

Action: Approval

Purpose: Approve Resolutions Initiating Formation of CMFA Community Facilities District No. 2023-9 (City of Roseville – Verrado II) Levy a Special Tax and Incur Bonded Indebtedness

Activity: BOLD/ Community Facilities District

Meeting: June 23, 2023

Background and Resolutions:

The CMFA’s BOLD Program (“BOLD”) utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the “Act”) to raise revenues for the infrastructure needs of local agencies in California. The city of Roseville (the “City”) is a member of the CMFA and a participant in BOLD. Beazer Homes Holdings, LLC (the “Developer”) has submitted an application to the CMFA to use BOLD in relation to the Developer’s proposed development of certain property located in the City. The CMFA and the City have accepted such an application.

The applicant has requested formation of a community facilities district which will facilitate the future issuance of bonds by the CMFA under the program. Proceeds of bonds will primarily be used to finance infrastructure improvements to be owned by the City and impact fees owed to the City and other public agencies.

As an initial step in using BOLD for the financing, the CMFA needs to form a community facilities district. The proposed community facilities district will be called California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II) (the “CFD”).

Under the Act, it is a requirement that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to form the CFD, stating the types of public facilities to be financed

on behalf of the CFD, setting forth the rate and method of apportionment of a proposed special tax to be levied in the CFD, and establishing the boundary. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Establish California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II), and to Levy a Special Tax to Finance the Acquisition and Construction of Certain Public Facilities in and for such Community Facilities District (the “Resolution of Intention to Form CFD”).

It is also a requirement under the Act that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to issue bonds payable from the levy of a special tax within the CFD. A resolution meeting that requirement of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Incur a Bonded Indebtedness in and for the California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II) to Finance the Acquisition and Construction of Certain Public Facilities (the “Resolution of Intention to Incur Bonded Indebtedness”).

The Project:

The proposed CFD includes approximately 10 acres. The CFD is planned to include 63 single-family detached residences and will include 3 different floor plans. The Developer is developing the property and will sell the lots to merchant homebuilders.

The infrastructure for the CFD is complete and all finished lots are expected in June 2023. Home closings are expected to occur in December of 2023 with the final closing occurring April of 2025. The final map for the CFD has been recorded.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$2,900,000 on behalf of the CFD and all improvement areas therein.

Future Action:

Under the Act, at a future meeting of the CMFA Board of Directors, the Board of Directors will need to hold a public hearing and adopt additional resolutions formally creating the CFD, authorizing the incurrence of bonded indebtedness for the CFD, levying the special tax within the CFD, and certain other related matters. The Verrado II CFD will be pooled with other like-sized CFDs, and sold as a combined financing. The Verrado II CFD will be included in a pooled financing in fall 2023.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Facilities:

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

Public Facilities Financed Through Development Impact Fees:

Authorized facilities include development impact fees paid and not otherwise reimbursed, whether City, County, or other local agency fees. The authorized facilities include, but are not limited to, capital facilities funded by the following fees:

City of Roseville:

- Traffic Mitigation Fee
- Electric Background Development
- Water Connection Fee
- Citywide Parks Fee
- Neighborhood Parks Fee

Other Local Agencies:

- Placer County Traffic Mitigation Fee

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Resolution of Intention to Form CFD and the Resolution of Intention to Incur Bonded Indebtedness in an amount not to exceed \$2,900,000.



**THE PASEOS AT CARMICHAEL
COMMUNITY FACILITIES DISTRICT
SUMMARY AND RECOMMENDATIONS**

Applicant: Homes by Towne

Amount: \$ 2,800,000

Action: Approval

Purpose: Approve Resolutions Initiating Formation of CMFA Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael) Levy a Special Tax and Incur Bonded Indebtedness

Activity: BOLD/ Community Facilities District

Meeting: June 23, 2023

Background and Resolutions:

The CMFA’s BOLD Program (“BOLD”) utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the “Act”) to raise revenues for the infrastructure needs of local agencies in California. Sacramento County (the “County”) is a member of the CMFA and a participant in BOLD. Homes by Towne (the “Developer”) has submitted an application to the CMFA to use BOLD in relation to the Developer’s proposed development of certain property located in the County. The CMFA and the County have accepted such application.

The applicant has requested formation of a community facilities district which will facilitate the future issuance of bonds by the CMFA under the program. Proceeds of bonds will primarily be used to finance public infrastructure facilities and impact fees owed to the County and other public agencies.

As an initial step in using BOLD for the financing, CMFA needs to form a community facilities district. The proposed community facilities district will be called California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael).

Under the Act, it is a requirement that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to form the CFD, stating the types of public facilities to be financed on behalf of the CFD, setting forth the rate and method of apportionment of a proposed special tax to be levied in the CFD, and establishing the boundary. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Establish California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael), and to Levy a Special Tax to Finance the Acquisition and Construction of Certain Public Facilities in and for such Community Facilities District (the “Resolution of Intention to Form CFD”).

It is also a requirement under the Act that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to issue bonds payable from the levy of a special tax within the CFD. A resolution meeting that requirement of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Incur a Bonded Indebtedness in and for the California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael) to Finance the Acquisition and Construction of Certain Public Facilities (the “Resolution of Intention to Incur Bonded Indebtedness”).

The Project:

The project includes approximately 6.5 acres and is planned to include 46 single family detached homes. There will be a total of three floor plans. Homes by Towne is planning to develop the property and build the homes within the CFD.

The final map has been recorded for the project and all major backbone infrastructure is complete. Model homes are expected to commence June 2023, and all units are expected to be complete within 24 months.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$2,800,000 on behalf of the CFD and all improvement areas therein.

Future Action:

Under the Act, at a future meeting of the CMFA Board of Directors, the Board of Directors will need to hold a public hearing and adopt additional resolutions formally creating the CFD, authorizing the incurrence of bonded indebtedness for the CFD, levying the special tax within the CFD, and certain other related matters. The Paseos at Carmichael CFD will be pooled with other like-sized CFDs, and sold as a combined financing. The Paseos at Carmichael CFD will be included in a pooled financing in fall 2023.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Facilities:

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

Public Facilities Financed Through Impact Fees:

Authorized facilities include any facilities authorized by the Mello-Roos Community Facilities Act of 1982 (the “Act”) that are financed in whole or in part by development impact fees, whether County or other local agency fees levied in connection with development of the property. The authorized facilities include, but are not limited to, facilities authorized by the Act to be funded by fees levied by the following agencies:

- County of Sacramento, including Sacramento County Transportation Development Fee
- Sacramento Area Sewer District
- Sacramento Regional County Sanitation District

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Resolution of Intention to Form CFD and the Resolution of Intention to Incur Bonded Indebtedness in an amount not to exceed \$2,800,000.



MATTOS RANCH COMMUNITY FACILITIES DISTRICT SUMMARY AND RECOMMENDATIONS

Applicant: LGI Homes – California, LLC

Amount: \$2,600,000

Action: Approval

Purpose: Approve Resolutions Initiating Formation of CMFA Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch) Levy a Special Tax and Incur Bonded Indebtedness

Activity: BOLD/ Community Facilities District

Meeting: June 23, 2023

Background and Resolutions:

The CMFA’s BOLD Program (“BOLD”) utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the “Act”) to raise revenues for the infrastructure needs of local agencies in California. Newman Crows Landing Unified School District (the “District”) is a member of the CMFA and a participant in BOLD. LGI Homes – California, LLC (the “Developer”) has submitted an application to the CMFA to use BOLD in relation to the Developer’s proposed development of certain property located in the District. The CMFA and the District have accepted such application.

The applicant has requested formation of a community facilities district which will facilitate the future issuance of bonds by the CMFA under the program. Proceeds of bonds will primarily be used to finance infrastructure improvements to be owned by the District and impact fees owed to the District and other public agencies.

As an initial step in using BOLD for the financing, the CMFA needs to form a community facilities district. The proposed community facilities district will be called California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch) (the “CFD”).

Under the Act, it is a requirement that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to form the CFD, stating the types of public facilities to be financed

on behalf of the CFD, setting forth the rate and method of apportionment of a proposed special tax to be levied in the CFD, and establishing the boundary. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Establish California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch), and to Levy a Special Tax to Finance the Acquisition and Construction of Certain Public Facilities in and for such Community Facilities District (the “Resolution of Intention to Form CFD”).

It is also a requirement under the Act that the CMFA, as the entity forming the CFD, adopt a resolution stating its intention to issue bonds payable from the levy of a special tax within the CFD. A resolution meeting that requirement of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring its Intention to Incur a Bonded Indebtedness in and for the California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch) to Finance the Acquisition and Construction of Certain Public Facilities (the “Resolution of Intention to Incur Bonded Indebtedness”).

The Project:

The proposed CFD includes approximately 34.6 acres. The CFD is planned to include 106 single-family detached residences, and will include 5 different floor plans. The Developer is developing the property and will sell the lots to merchant homebuilders.

The infrastructure for the CFD is 90% complete and lots are in near-final condition. Vertical construction will commence in July with home sales starting in December 2023. The boundary map has been recorded and the final map should be recorded in July 2023.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$2,600,000 on behalf of the CFD and all improvement areas therein.

Future Action:

Under the Act, at a future meeting of the CMFA Board of Directors, the Board of Directors will need to hold a public hearing and adopt additional resolutions formally creating the CFD, authorizing the incurrence of bonded indebtedness for the CFD, levying the special tax within the CFD, and certain other related matters. The Mattos Ranch CFD will be pooled with other like-sized CFDs, and sold as a combined financing. The Mattos Ranch CFD will be included in a pooled financing in fall 2023.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch) (the “CFD”) for the Newman-Crows Landing Unified School District include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Facilities:

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, school facilities.

Public Facilities Financed Through Development Impact Fees:

Authorized facilities include development impact fees and/or mitigation payments paid and not otherwise reimbursed, whether fees and/or mitigation payments of the Newman-Crows Landing Unified School District, Stanislaus County, or any other local agency. The authorized facilities include, but are not limited to, capital facilities funded by the following:

- Newman-Crows Landing Unified School District impact fees and/or mitigation payments
- Stanislaus County public facility impact fees

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Resolution of Intention to Form CFD and the Resolution of Intention to Incur Bonded Indebtedness in an amount not to exceed \$2,600,000.



MADEIRA RANCH COMMUNITY FACILITIES DISTRICT SUMMARY AND RECOMMENDATIONS

Applicant: Taylor Morrison of California, LLC

Amount: \$70,300,000

Action: Approval

Purpose: Approve Resolutions Forming CMFA Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch), Authorizing Incurrence of Bonded Indebtedness and Holding Special Landowner Election

Activity: BOLD/ Community Facilities District

Meeting: June 23, 2023

Background and Resolutions:

The CMFA’s BOLD Program (“BOLD”) utilizes the Mello-Roos Community Facilities Act of 1982 (California Government Code Section 53311 et seq.) (the “Act”) to raise revenues for the infrastructure needs of local agencies in California. The City of Elk Grove (the “City”) is a member of the CMFA and a participant in BOLD. Taylor Morrison of California, LLC (the “Developer”) previously submitted an application to the CMFA to use BOLD in relation to the Developer’s proposed development of certain property located in the City. The CMFA and the City previously accepted such application, and on April 28, 2023, the Board of Directors of the CMFA took the initial steps toward formation of a community facilities district for the project under the Act. On June 2nd the board continued the public hearing as ballots were received after the agenda deadline. The resolutions being considered by the Board on June 23, 2023 will complete the formation of the community facilities district and authorize the levying of special taxes and incurrence of bonded indebtedness for the community facilities district.

As an initial step in using BOLD for the financing of public infrastructure to be owned by a local agency such as the City, the CMFA needs to form a community facilities district. On April 28, 2023 the CMFA adopted a resolution stating its intention to form a proposed community facilities district (the “Resolution of Intention to Form CFD”) to be called California Municipal Finance Authority Community Facilities No. 2023-7 (City of Elk Grove – Madeira Ranch), and a resolution stating its intention to incur bonded indebtedness for such CFD (the “Resolution of Intention to Incur Bonded Indebtedness”).

Under the Act, the process of completing the formation of the CFD requires a noticed public hearing, the adoption of a resolution forming the CFD, the holding of a landowner election, and the adoption of an ordinance levying the special taxes. To form the CFD, the Board of Directors of CMFA will first hold a public hearing on the formation of the CFD and the incurrence of bonded indebtedness for the CFD and consider any public comments received. After such public hearing, if there is no majority protest received, the Board of Directors of the CMFA can then proceed to adopt the resolution of formation for the CFD. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Forming California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch).

Next, the Board of Directors of the CMFA can adopt a resolution authorizing the issuance of debt for the CFD. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Determining Necessity to Incur Bonded Indebtedness and Other Debt in and for California Municipal Finance Authority Community Facilities No. 2023-7 (City of Elk Grove – Madeira Ranch) (the “Resolution Determining Necessity”).

After adoption of the Resolution Determining Necessity, the Board of Directors of the CMFA can proceed to adopt a resolution calling for a special landowner election of the CFD. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Calling Special Election in and for California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (the “Resolution Calling Election”). The election is allowed to be held as part of this meeting since timing waivers from 100% of the landowner voters have been received by the CMFA. The Secretary will canvass the results of the landowner election. These ballots have already been received by the Secretary.

The Board of Directors of the CMFA can then proceed to adopt a resolution declaring the results of the landowner election for the CFD and directing filing of the Notice of the Special Tax Lien with the County Recorder for Sacramento County. A resolution meeting the requirements of the Act is presented at this meeting in the form of a Resolution of the Board of Directors of the California Municipal Finance Authority Declaring Results of Special Election and Directing Recording of Notice of Special Tax Lien in California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (the “Resolution Declaring Election Results”). The special tax lien puts the rate and method of apportionment on record for all parcels within the applicable Community Facilities District.

The final legislative act is the introduction of an ordinance levying special taxes on the land in the CFD. Assuming its introduction on June 23, 2023, the ordinance can be finally adopted at a subsequent Board meeting.

The Project:

The proposed CFD includes approximately 237 acres, 210 of which are being developed into approximately 606 single family units that are anticipated to be active adult units, and 435 single family market rate units (no active adult restrictions). The project includes a combination of two separate divisions – Esplanade West and Souza Dairy. Two improvement areas are being formed, Improvement Area No. 1 and Improvement Area No. 2. The active adult portion of the project is

known as Esplanade West. Active Adult units and the non-restricted units are located in both Improvement Areas.

Land Development is underway for Improvement Area No. 1 and there have already been units sold (but not closed) - with 57 total sales and 34 units under construction. The final map has been recorded for Unit 1, Unit 2 and Unit 3 within Improvement Area No. 1 and the final map for Unit 4 within Improvement Area No. 2 will be recorded Q2 2023.

In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series in the aggregate amount not to exceed \$70,300,000 on behalf of the CFD and all improvement areas therein.

Future Action:

The Ordinance Levying Special Taxes will need to be finally adopted at a future meeting of the Board of Directors. Bonds payable from the special taxes are expected to be issued in late 2023 or early 2024 subject to further resolution and approval. The Madeira Ranch CFD will be sold as a standalone financing.

Authorized Facilities:

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

Facilities:

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

Public Facilities Financed Through Development Impact Fees:

Authorized facilities include capital facilities funded by development impact fees paid and not otherwise reimbursed, whether standard City, County, or other local agency fees levied at any time up to the issuance of a building permit or required as part of the Development Agreement for the property. The authorized facilities include, but are not limited to, capital facilities funded by the following fees:

City of Elk Grove:

- Roadway Fee Program
- Capital Facilities Fee
- SEPA Park Fee
- SEPA Trail Fee
- SEPA Reclaimed Water Fee

Cosumnes Community Services District:

- Fire Fee

Sacramento County:

- Sacramento Area Sewer District Fee
- Regional SAN Sewer Fee
- Sacramento County Water Agency Fee
- Elk Grove USD School Impact Fee

Authorized facilities also include Formation, Administrative, and other Incidental Expenses as authorized by the Mello-Roos Act.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt the Resolution of Formation, the Resolution Determining Necessity to Incur Bonded Indebtedness in an amount not to exceed \$70,300,000, the Resolution Calling Election, the Resolution Declaring Election Results, and introduce the Ordinance.



**CALIFORNIA FOUNDATION FOR STRONGER COMMUNITIES
CALIFORNIA FOUNDATION FOR PUBLIC FACILITIES**

Minutes

Friday, June 2, 2023 @ 11:00 a.m.

City Hall, 200 S. Anaheim Blvd., 6th Floor, Anaheim, CA 92805

A. PROCEDURAL ITEMS FOR THE FOUNDATION

1. Call to Order and Roll Call.

<input checked="" type="checkbox"/> Mr. Bob Adams	<input checked="" type="checkbox"/> Mr. Andrew Alexander
<input type="checkbox"/> Ms. Paula Connors	<input checked="" type="checkbox"/> Ms. Joya De Foor
<input checked="" type="checkbox"/> Mr. Justin McCarthy	<input type="checkbox"/> Ms. Deborah Moreno

The board members denoted in attendance above represented a quorum. Justin McCarthy served as chair. The meeting was called to order.

Executive Director, Edward Becker attended. John Stoecker and Travis Cooper attended as financial advisors to the Authority. Ron Lee of Jones Hall, APLC, attended as counsel to the Authority. Katrina Dair attended as a representative of Sierra Management Group, LLC. Ben Barker attended virtually as a financial advisor to the Authority. Crystal Liu, Ryan McCormick, Karen Harvey, and Kirsten Borgquist attended virtually as representatives of Sierra Management Group, LLC.

2. Approve Minutes of the meeting(s) of the Board.

Motion by Alexander. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

3. Public Comment.

None.

B. ACTION ITEMS FOR THE FOUNDATION

4. Approve audit engagement and audit by Macias Gini & O'Connell (MGO).

Motion by Adams. Seconded by Alexander. Motion carries by unanimous vote, without abstentions.

5. Review and approve fiscal year 2023-2024 budget.

Motion by De Foor. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

6. Discuss and Approve Charitable Donation Recipients.

The Board, by unanimous vote, approved a \$60,000 grant to Access Youth Academy. Motion by Alexander. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$30,000 grant to AMVETS Department of California Service Foundation. Motion by De Foor. Seconded by McCarthy. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$20,000 grant to the Boys & Girls Club of Greater Oxnard and Port Hueneme, restricted to the Great Futures for Kids Breakfast event. Motion by Alexander. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$20,000 grant to the Boys & Girls Club of Napa Valley. Motion by Alexander. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$25,000 grant to Healthy Kids Healthy Lindsay For Orange Blossom Festival. Motion by Adams. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$10,000 grant to Junior Achievement of Southern California, Inc. Motion by McCarthy. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$35,000 grant to Pathways to Independence. Motion by De Foor. Seconded by McCarthy. Motion carries by unanimous vote, without abstentions.

The Board, by unanimous vote, approved a \$60,000 grant to San Joaquin County Child Abuse Prevention Council, restricted to the CASA program. Motion by Alexander. Seconded by Adams. Motion carries by unanimous vote, without abstentions.

C. INFORMATIONAL ITEMS FOR THE FOUNDATION

7. Treasurer's Report

Treasurer's Report was given.

8. Administrative Issues.

a. Executive Director Report

Administrative Issues were discussed.

9. Adjournment.

Motion by Adams. Seconded by De Foor. Motion carries by unanimous vote, without abstentions.

Index of Charities

Name	List Date	Page #
Age Well Senior Services	6/23/2023	1
Arts and Services for Disabled, Inc. dba Able Arts Work	6/23/2023	2
C.A.S.A. of Kings County, Inc.	6/23/2023	3
CASA of Tulare County	6/23/2023	4
Casa Romantica Cultural Center and Gardens	6/23/2023	5
CASA Youth Shelter	6/23/2023	6
Child Advocates of San Bernardino County	6/23/2023	7
Courage Foundation	6/23/2023	8
Court Appointed Special Advocate of Humboldt	6/23/2023	9
Court Appointed Special Advocate of San Benito County, Inc.	6/23/2023	10
Court Appointed Special Advocates of Del Norte County	6/23/2023	11
Court Appointed Special Advocates of Sacramento County	6/23/2023	12
Court Appointed Special Advocates of Stanislaus County	6/23/2023	13
Covenant House California, Inc	6/23/2023	14
Felidae Conservation Fund	6/23/2023	15
Give Us the Floor	6/23/2023	16
Heart of Ida	6/23/2023	17
Jewish Federation of Greater Long Beach & West Orange County	6/23/2023	18
Lassen Family Services, Inc.	6/23/2023	19
Lighthouse Counseling and Family Resource Center	6/23/2023	20
Lincoln Community Foundation	6/23/2023	21
Long Beach Youth Chorus	6/23/2023	22
PRIDE Industries	6/23/2023	23
Project R.I.D.E. Inc.	6/23/2023	24
Project Street Vet	5/19/2023	25
Saffyre Sanctuary, Inc.	6/2/2023	26
The Shine Project Foundation	6/23/2023	27
You Did It For Me, Inc.	6/23/2023	28

Index of Charities

Name

List Date

Page #

Youth Leadership Institute

6/23/2023

29

Age Well Senior Services
 23101 Lake Center Drive #325
 Lake Forest , CA 92630 County Orange
 www.agewellseniorservices.org

FEIN 93-1163563 Founded: 1975

Previous Donation: Yes No 10,000 4/30/2021 List Date 6/23/2023

Mission:

To promote, advocate and improve the quality of life, dignity, and independence of the elderly. Services that enable seniors to stay in their own home and maintain "Quality of Life," is what we are all about.

Meals on wheels and Congregate Meals Programs
 Transportation
 South County Adult Day Services
 Health and Wellness Program
 Case Management
 Senior Centers

Impact:

A donation would be restricted to the Dorothy Visser Senior Center.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$5,539,069	66.1%	
Contributions	2,331,774	27.8%	
Other	<u>512,264</u>	<u>6.1%</u>	
Total Revenue:	<u>\$8,383,107</u>	<u>100.0%</u>	
Expenses:			
Program	\$6,537,392	88.2%	
Administration	666,563	9.0%	
Fund Raising	<u>211,205</u>	<u>2.8%</u>	
Total Expenses:	<u>\$7,415,160</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$967,947</u>		
Net Assets:	<u>\$9,722,031</u>		

BOD: Steve Moyer; Ted Sanders; Joseph McKnight; Brent Lauer; Marlene Bridges; Ray Chicoine; Robert E. Bates; Rob Schaeffer; Anna T. Boyce; Robert Stegner

Arts and Services for Disabled, Inc. dba Able Arts Work

3626 E. Pacific Coast Hwy

Long Beach , CA 90804 County Los Angeles

ableartswork.org

FEIN 95-3658291 Founded: 1982

Previous Donation: Yes No

List Date 6/23/2023

Mission:

Historically individuals with autism and developmental disabilities were not afforded the same opportunities for inclusion that most of society is afforded and excluded from many educational, living, leisure and vocational opportunities in our community for a quality of life. Able ARTS Work was established in 1982 as a non-profit organization to provide inclusive services for individuals with developmental disabilities, autism and ALL people through the creative arts therapies and education, music, dance/movement, drama/theater, visual arts, media and digital arts. Over the last 39 years, Able ARTS Work has expanded to provided creative art services and opportunities to the broader community including marginalized and underserved communities, youth at risk, children in a school setting and art enthusiasts throughout Southern California.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$2,898,192	64.5%	
Contributions	1,582,056	35.2%	
Other	<u>11,190</u>	<u>0.2%</u>	
Total Revenue:	<u>\$4,491,438</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,675,778	74.8%	
Administration	754,577	21.1%	
Fund Raising	<u>147,284</u>	<u>4.1%</u>	
Total Expenses:	<u>\$3,577,639</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$913,799</u>		
Net Assets:	<u>\$2,814,056</u>		

BOD: Sebastian Icreti; Jay Dworsky; Lillian Romero-Gomez; Anna Goranson; Andrea Moriarty; Linda Fern; Megan Moghtaderi; Steve Goldstein; Rachel Gennawey; Rosalie Frankel

C.A.S.A. of Kings County, Inc.

101 N. Irwin St., Ste 110B

Hanford , CA 93230

County

Kings

www.casakingsco.org

FEIN

46-2896299

Founded: 2015

Previous Donation: Yes No 5,000 4/8/2022 List Date 6/23/2023

Mission:

Everyday innocent children who are victims of abuse and neglect become dependents of the court. This means that a judge will now decide their future. Will they be returned home, adopted, placed with relatives or remain in foster care? What is truly in their best interest? A CASA volunteer becomes the eyes and ears for the court, and someone the child can trust to speak for them.

Our community alone has over 600 abused and neglected children in the foster care system who would benefit greatly from having a CASA as their advocate. Studies have shown that foster children who had a CASA are more likely to receive needed services, more likely to be adopted, and half as likely to re-enter the foster care system.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2020

Revenues:	Amount	%	Notes
Government/Earned	\$50,685	12.3%	
Contributions	361,598	87.7%	
Other	<u>184</u>	<u>0.0%</u>	
Total Revenue:	<u>\$412,467</u>	<u>100.0%</u>	
Expenses:			
Program	\$294,587	71.3%	
Administration	90,012	21.8%	
Fund Raising	<u>28,507</u>	<u>6.9%</u>	
Total Expenses:	<u>\$413,106</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$639)</u>		
Net Assets:	<u>\$123,753</u>		

BOD: Bruce Kane; Michelle Weber; Kris Pedersen; Sheri Salazar; Robert Butts; Stuart Van Horn; Susan Tackett

CASA of Tulare County

1146 N. Chinowth

Visalia , CA 93291

County

Tulare

casatulareco.org

FEIN

77-0105876

Founded: 1985

Previous Donation: Yes No 45,000 4/8/2022 List Date 6/23/2023

Mission:

CASA of Tulare County speaks up for the innocent children who are victims of abuse and neglect —advocating for their safety and well-being by training community volunteers to represent their best interests and be their voice in court.

CASA of Tulare County is committed to the goal of providing a dedicated trained advocate for every innocent child entering the court dependency system. CASA will ensure that the child or youth’s basic physical and emotional needs are met and that he or she will have every opportunity available to succeed in school.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$772,891	55.1%	
Contributions	619,639	44.1%	
Other	<u>11,418</u>	<u>0.8%</u>	
Total Revenue:	<u>\$1,403,948</u>	<u>100.0%</u>	
Expenses:			
Program	\$875,191	79.3%	
Administration	205,766	18.6%	
Fund Raising	<u>22,898</u>	<u>2.1%</u>	
Total Expenses:	<u>\$1,103,855</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$300,093</u>		
Net Assets:	<u>\$1,128,731</u>		

BOD: Brian Albertoni; Shurene Curti; Russell P. Burke; Preeti Verma; Francie Langley; Robert Simeral; Enrique Benavides; Curtis Daugherty; Brandon Foster; Matt Graham; Cathy Herbst; Amrit Singh; Jeff Boswell; Mathias Daniels; Katie Smith; Sarah Perry +1

Casa Romantica Cultural Center and Gardens

415 Avenida Granada

San Clemente , CA 92672 County Orange

www.casaromantica.org

FEIN 33-0944424 Founded: 2000

Previous Donation: Yes No 5,000 4/30/2021 List Date 6/23/2023

Mission:

The Mission of the Casa Romantica Cultural Center and Gardens is to enrich all who encounter this historic, oceanfront estate and its gardens. To achieve our mission we (1) Provide educational and cultural opportunities for all ages and backgrounds, with special emphasis on programs for children and families; (2) Present a spectrum of the performing, literary and visual arts; (3) Offer garden experiences unique to the California coastal environment; and (4) Celebrate our local and Southern California history, architecture, and culture.

As a consequence of the landslide on April 27th and the dynamics of the situation, Casa Romantica Cultural Center and Gardens has found itself in the position of asking for emergency assistance. With our Building Hope, Preserving History campaign, Casa Romantica aims to raise \$250,000 by June 30th, 2023.

Impact:

A donation would assist the organization to continue its mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$830,275	50.1%	
Contributions	792,782	47.8%	
Other	<u>34,442</u>	<u>2.1%</u>	
Total Revenue:	<u>\$1,657,499</u>	<u>100.0%</u>	
Expenses:			
Program	\$932,239	74.8%	
Administration	162,986	13.1%	
Fund Raising	<u>150,365</u>	<u>12.1%</u>	
Total Expenses:	<u>\$1,245,590</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$411,909</u>		
Net Assets:	<u>\$2,640,284</u>		

BOD: Ruth DeNault; David Westendorf; Gordon H. Olson; Bonnie Koch; Marrie Chang; Anne Debs; Noel Helm; Gayle Pereira-Higgins; David Peter; Scot Proud; Kitty Schmitt; Greg Stoutenburgh; John Wohlfiel

CASA Youth Shelter
 10911 Reagan Street
 Los Alamitos , CA 90720 County Orange
 www.casayouthshelter.org

FEIN 95-3218061 Founded: 1978

Previous Donation: Yes No 10,000 8/5/2016 List Date 6/23/2023

Mission:

Our Mission

Casa Youth Shelter serves and nurtures youth in crisis with shelter, counseling, and support services, empowering them to come through their crisis with increased confidence, stability, and tools for continued growth.

Our Vision

A community where all adolescents in crisis have a safe place to stay, in an environment that promotes personal growth and healthy relationships.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$233,100	13.1%	
Contributions	1,382,434	77.6%	
Other	<u>165,673</u>	<u>9.3%</u>	
Total Revenue:	<u>\$1,781,207</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,237,899	75.1%	
Administration	268,171	16.3%	
Fund Raising	<u>141,681</u>	<u>8.6%</u>	
Total Expenses:	<u>\$1,647,751</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$133,456</u>		
Net Assets:	<u>\$4,263,353</u>		

BOD: Amy Lakin; Sandra McElroy; Nesi Stewart; Kevin Boylan; David Basok; Gina Cappannelli; Karen Klabouch; Kenny Brandyberry; Chief Eric Nunes; Susan Morales; Nasir Tejani; Emil Jorge; Judy Klabouch; Nicole Madison; Luciann Maulhardt; Corrie Burks; Kelly Perry;

Child Advocates of San Bernardino County

PO Box 519

Rialto , CA 92377 County San Bernardino

www.casaofsb.org

FEIN 33-0362613 Founded: 1984

Previous Donation: Yes No 5,000 3/18/2022 List Date 6/23/2023

Mission:

In San Bernardino County, there are over 9,000 children and youth living in foster care. They are not only victims of abuse and neglect, but as a result have been removed from their homes and family and placed into foster care. Left with little or no consistent guiding presence in their lives, they are often lost, confused, and alone. Sadly, they then must learn how to survive and navigate the complicated and overburdened child welfare system. Every day Court Appointed Special Advocates (C.A.S.A.) volunteers mentor and advocate for the best interests of abused and neglected children in the courtroom, the classroom, and the health care system. Volunteer advocates—empowered directly by the courts—offer judges the critical information they need to ensure that each child’s rights and needs are being attended to while in foster care. Volunteers become the voice for their appointed child.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$806,152	68.6%	
Contributions	362,031	30.8%	
Other	<u>7,482</u>	<u>0.6%</u>	
Total Revenue:	<u>\$1,175,665</u>	<u>100.0%</u>	
Expenses:			
Program	\$809,503	81.8%	
Administration	142,807	14.4%	
Fund Raising	<u>37,780</u>	<u>3.8%</u>	
Total Expenses:	<u>\$990,090</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$185,575</u>		
Net Assets:	<u>\$309,899</u>		

BOD: Michael Koenig; Patrick Flaherty; Cathy Cimbalo; Jocelyn Harris; Susan Taylor; James E McGee; Ryan Holloway; Kellie Byward; Jeannine Meza; George D. Hernandez;

Courage Foundation
 2126 Red Gap Ct.
 Encinitas , CA 92024 County San Diego
 couragefoundationusa.org

FEIN 81-3196323 Founded: 2016

Previous Donation: Yes No List Date 6/23/2023

Mission:

The Courage Foundation’s mission is to foster post-traumatic growth, restore purpose and transform lives through integrative self-awareness, physical health, mental toughness, emotional resilience and spiritual well-being.

Courage Foundation educates, equips and empowers veterans living with Post-Traumatic Stress (PTS) with the skills, resources and training to thrive. We seek to restore a sense of purpose, hope and connection for veterans with PTS who desire to cultivate more meaningful and courageous lives.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	231,865	100.0%	
Other			
Total Revenue:	<u>\$231,865</u>	<u>100.0%</u>	
Expenses:			
Program	\$134,088	94.2%	
Administration			
Fund Raising	<u>8,279</u>	<u>5.8%</u>	
Total Expenses:	<u>\$142,367</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$89,498</u>		
Net Assets:	<u>\$169,026</u>		

BOD: Mark Divine; Gregory J. Slovanic; Bacho Vega; Stephanie Hightower; Glenn Bland; Jim Thompson; Frank Podany; Jason Brahim; Bruce Schultz

Court Appointed Special Advocate of Humboldt

2356 Myrtle Avenue

Eureka , CA 95501 County Humboldt

humboldtcasa.org

FEIN 68-0243040 Founded: 1991

Previous Donation: Yes No 5,000 2/4/2022 List Date 6/23/2023

Mission:

CASA Advocates are volunteers. They are not social workers. They are not paid. CASA Advocates are people just like you. They are educators, service workers, retired folks, and foster kids who have aged out of the system. CASA Adovcates are volunteers that promise to represent stability and safety to children in the foster care system, who often have none.

CASA of Humboldt is a 501c(3) non-profit organization. We are members of both California CASA and National CASA.

There are over 14,000 children in the foster care system, in California alone. To thrive, these kids need consistency and connectedness in their lives. A CASA volunteer, or Court Appointed Special Advocate, is devoted to providing all of this to youth in foster care by helping one-on-one as a court advocate, mentor, role model, champion, friend, and beacon of hope.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$195,207	58.7%	Loss on investments resulted in a negative in Other income
Contributions	277,634	83.5%	
Other	<u>(140,368)</u>	<u>-42.2%</u>	
Total Revenue:	<u>\$332,473</u>	<u>100.0%</u>	
Expenses:			
Program	\$252,390	53.1%	
Administration	101,619	21.4%	
Fund Raising	<u>121,726</u>	<u>25.6%</u>	
Total Expenses:	<u>\$475,735</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$143,262)</u>		
Net Assets:	<u>\$1,370,147</u>		

BOD: Samantha Day; Jessica Estes; John Gracyalny; Allison Tans; Jason Baxter; Madison Goddard; Madison Stefaniuk

Court Appointed Special Advocate of San Benito County, Inc.

829 San Benito Street #200

Hollister , CA 95023 County San Benito

casasanbenito.org

FEIN 45-2881517 Founded: 2012

Previous Donation: Yes No 5,000 3/18/2022 List Date 6/23/2023

Mission:

Our mission is to train and support community volunteers who advocate for abused or neglected children placed in foster care; upholding the children's rights while pursuing a safe and permanent home.

CASA's advocacy focuses on the best interest of the child and is primarily broken down into four areas: placement, health matters, education, and social development.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990-EZ for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	165,565	100.0%	
Other			
Total Revenue:	<u>\$165,565</u>	<u>100.0%</u>	
Expenses:			
Program	\$149,594	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$149,594</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$15,971</u>		
Net Assets:	<u>\$122,867</u>		

BOD: Pat Moore; Gene Hopp; Valerie Westerdale; Ashley Rule; Dave Meraz; Adriana Lopez-Hillebrecht; John Schilling; Jean Murray; Mark Vivian

Court Appointed Special Advocates of Del Norte County

579 Highway 101 South

Crescent City , CA 95531 County Del Norte

www.casadn.org

FEIN 68-0484676 Founded: 2006

Previous Donation: Yes No 10,000 2/4/2022 List Date 6/23/2023

Mission:

CASA of Del Norte will support and assist children in the Juvenile Court process by providing well-trained volunteers to advocate objectively in the child's best interest.

Impact:

A donation would be designated for the CASA program

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$345,616	78.8%	
Contributions	92,966	21.2%	
Other			
Total Revenue:	<u>\$438,582</u>	<u>100.0%</u>	
Expenses:			
Program	\$175,157	66.2%	
Administration	89,551	33.8%	
Fund Raising			
Total Expenses:	<u>\$264,708</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$173,874</u>		
Net Assets:	<u>\$406,534</u>		

BOD: Jan Moorehouse; Robert Black; Connie Gilman; Robert Lasocco; Christine Jones; Kevin Hawkins; Roger Bodenstab; Don Olson; Doug Plack; Laura Pincombe; Thomas C. Rector; Christine Slette

Court Appointed Special Advocates of Sacramento County

PO Box 278383

Sacramento , CA 958278383 County Sacramento

sacramentocasa.org

FEIN 68-0257139 Founded: 1991

Previous Donation: Yes No 5,000 4/8/2022 List Date 6/23/2023

Mission:

The CASA Mission: Ensuring consistency and support for children in the foster care system through the use of volunteer advocates advancing the best interests of each child.

Nearly 60,000 of California’s children are in foster care because they have been abused, neglected, or abandoned. In many cases these children become victims a second time — in an overburdened child welfare system that cannot pay close attention to each child whose life is in its hands.

The volunteer gets to know the child and then lets the judge and others in the child welfare system know the child’s perspective and the child’s needs.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$603,088	39.9%	
Contributions	905,400	59.9%	
Other	<u>3,119</u>	<u>0.2%</u>	
Total Revenue:	<u>\$1,511,607</u>	<u>100.0%</u>	
Expenses:			
Program	\$926,380	83.3%	
Administration	185,101	16.7%	
Fund Raising			
Total Expenses:	<u>\$1,111,481</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$400,126</u>		
Net Assets:	<u>\$991,491</u>		

BOD: Diane Koellen; Elizabeth Leet Jackson; Eric Jones; Jeannie Benoist; Justin Draper; Barbara Flanigan; Brochton Kaveny; Angelique Keys; Jeanne Reaves; Kristi Rolak; Tracy Simmons; Benush Venugopal; Alan Wolf; Carol Noreen

Court Appointed Special Advocates of Stanislaus County

PO Box 3488

Modesto , CA 95353 County Stanislaus

www.casaofstanco.org

FEIN 91-2168629 Founded: 2006

Previous Donation: Yes No 5,000 4/8/2022 List Date 6/23/2023

Mission:

The mission of CASA is to ensure a safe, permanent and nurturing home for every abused and/or neglected child in Stanislaus County by providing a highly-trained volunteer to advocate for them within the dependency court system.

The goal of CASA volunteer advocates is to prevent abused, neglected and abandoned children from becoming lost in the foster care system by providing individual and high quality advocacy to the foster children we serve.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$350,602	47.9%	
Contributions	380,523	52.0%	
Other	<u>257</u>	<u>0.0%</u>	
Total Revenue:	<u>\$731,382</u>	<u>100.0%</u>	
Expenses:			
Program	\$459,154	76.0%	
Administration	55,071	9.1%	
Fund Raising	<u>90,159</u>	<u>14.9%</u>	
Total Expenses:	<u>\$604,384</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$126,998</u>		
Net Assets:	<u>\$564,016</u>		

BOD: Natalia Diryawush; Nico Torres; Denise Duroy; Jill Aja-Yates; Kenia Guillen; Sandy Marks; Brad Morad; Nana Redell; Maria Vivas; Holly Zacharia

Covenant House California, Inc

1325 North Western Avenue

Los Angeles , CA 90027 County Los Angeles

covenanthousecalifornia.org

FEIN

13-3391210

Founded: 1986

Previous Donation: Yes No 20,000 6/30/2022 List Date 6/23/2023

Mission:

Covenant House California is dedicated to serving all God’s children, with absolute respect and unconditional love, to help youth experiencing homelessness, and to protect and safeguard all youth in need.

We believe that no young person deserves to be homeless; that every young person in California deserves shelter, food, clothing, education... and most importantly, to be loved. And we believe that it is our responsibility, as a community, to ensure that young people are given the opportunities that they deserve to achieve their dreams.

Our doors are open to youth and staff regardless of their race, religion, sexual orientation, gender identity or expression.

Impact:

A donation would be designated for their Day of Service program.

Financial Information:

IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$9,680,823	47.7%	
Contributions	10,516,622	51.8%	
Other	<u>91,918</u>	<u>0.5%</u>	
Total Revenue:	<u>\$20,289,363</u>	<u>100.0%</u>	
Expenses:			
Program	\$19,417,089	95.6%	
Administration	343,678	1.7%	
Fund Raising	<u>548,748</u>	<u>2.7%</u>	
Total Expenses:	<u>\$20,309,515</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$20,152)</u>		
Net Assets:	<u>\$20,540,141</u>		

BOD: Omid Yazdi; Michael Kibler; Edyth Adedeji; Fred Ali; Gus Anagnos; William Brodhead; Mia DeMontigny; Kristine Dunn; Joy Erven; Landis Graden; Jacqueline Guichelaar; Paul Hanneman; Ilene Harker; Ricardo Hartigan; Dennis Jilot; Daryl Kueter; +6

Felidae Conservation Fund
 100 Shoreline Highway, Suite 100B

Mill Valley , CA 94941 County Marin

felidaefund.org

FEIN 20-5089093 Founded: 2006

Previous Donation: Yes No 10,000 6/24/2022 List Date 6/23/2023

Mission:

We believe in a future where we protect these important members of our local ecosystems. We can live safely alongside them!

Felidae Conservation Fund uses innovative research, education, and technology to heal the relationship between humans and all types of wild cats. Especially where our worlds collide: the urban edge. To do this, we use a combination of forward-looking research and education. We want to show you that big cats can be a benefit to humanity and drive meaningful change in the natural world.

Impact:

A donation would assist the organization in their Puma Project

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	237,186	100.0%	
Other	<u>73</u>	<u>0.0%</u>	
Total Revenue:	<u>\$237,259</u>	<u>100.0%</u>	
Expenses:			
Program	\$163,367	92.0%	
Administration	13,271	7.5%	
Fund Raising	<u>1,019</u>	<u>0.6%</u>	
Total Expenses:	<u>\$177,657</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$59,602</u>		
Net Assets:	<u>\$552,435</u>		

BOD: Michael Land; Michelle Friend; Sharon Osberg; Conor McGrath; Jay Ruffin; Tom Tompkins; Jahan Alamzad; Kevin Clark; Catherine Principe; Imran Khan

Give Us the Floor
 456 Montgomery Street, Suite 1288
 San Francisco , CA 94104 County San Francisco
 giveusthefloor.org

FEIN 47-4343977 Founded: 2015

Previous Donation: Yes No 55,000 5/20/2022 List Date 6/23/2023

Mission:

Our Mission: To create and support a safe and trustworthy environment where we, as teenagers, know that whatever challenge we struggle with, Give Us The Floor is THE community where we will find peers that have faced or are facing the same challenges. A community where teens encourage, support each other and understand they're not alone.

Our Vision: If teenagers can share freely and safely with peers the difficulties they go through, if they can safely voice the challenges they face, there is no more stigma nor taboo and it allows them to believe in themselves and in their future.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$23,659	14.3%	
Contributions	142,204	85.7%	
Other	<u>57</u>	<u>0.0%</u>	
Total Revenue:	<u>\$165,920</u>	<u>100.0%</u>	
Expenses:			
Program	\$249,444	84.6%	
Administration	7,654	2.6%	
Fund Raising	<u>37,663</u>	<u>12.8%</u>	
Total Expenses:	<u>\$294,761</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$128,841)</u>		
Net Assets:	<u>\$204,957</u>		

BOD: Marylene Delbourg-Delphis; Valerie Grison-Alsop; Rodger Kobayashi; Carolyn Carpeneti; Michael Ruchtik; Nicolle Aleman

Heart of Ida
 1150 E. 4th Street
 Long Beach , CA 90802 County Los Angeles
 heartofida.org

FEIN 27-1105150 Founded: 2008

Previous Donation: Yes No List Date 6/23/2023

Mission:

Our Vision:

The Heart of Ida envisions a community where every senior has the support they need to live independently and thrive, including feeling heard, appreciated, connected, safe, and cared for.

Our Mission:

The Heart of Ida supports Long Beach seniors in need with programs and services that sustain independence and connection within their community.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990-EZ for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	179,098	100.0%	
Other			
Total Revenue:	<u>\$179,098</u>	<u>100.0%</u>	
Expenses:			
Program	\$143,282	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$143,282</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$35,816</u>		
Net Assets:	<u>\$108,432</u>		

BOD: Eric C. Berg; Garrett Brief; Ann-Marie Gabel; Amy Opheim; Laura Doyle; Tom Leary; Bryn Siegel

Jewish Federation of Greater Long Beach & West Orange County

3801 East Willow Street

Long Beach , CA 90815 County Los Angeles

www.jewishlongbeach.org

FEIN 95-1647830 Founded: 1948

Previous Donation: Yes No

List Date 6/23/2023

Mission:

The Alpert JCC is a place where individuals, families, and communities come together for Jewish culture, child care, fitness, recreation, and socializing in a safe and inclusive environment. **All are welcome here.**

The Alpert Jewish Community Center of Long Beach provides programs and services that contribute to the sound development of individuals of all ages and offers opportunities to enhance an appreciation of Jewish and democratic values in Long Beach and West Orange County.

The Alpert JCC is a program of the Jewish Federation of Greater Long Beach & West Orange County.

Impact:

A donation would be restricted to the Alpert JCC

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	2,573,700	83.5%	
Other	<u>510,416</u>	<u>16.5%</u>	
Total Revenue:	<u>\$3,084,116</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,123,491	68.2%	
Administration	665,276	21.4%	
Fund Raising	<u>323,071</u>	<u>10.4%</u>	
Total Expenses:	<u>\$3,111,838</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$27,722)</u>		
Net Assets:	<u>\$38,998,450</u>		

BOD: Dr. Richard Marcus; Edie Brodsky; Linda Waltzman; Beth Sterling; Anna Salusky; Dr. Barry Zamost; Sara Brown; Dr. Aaron Kern; Shelley Carl; Richard Lipeles + 16 at large

Lassen Family Services, Inc.
1306 Riveerside Drive, PO Box 710

Susanville , CA 96130 County Lassen

lassenfamilyservices.org

FEIN 94-2691072 Founded: 1988

Previous Donation: Yes No 30,000 2/25/2022 List Date 6/23/2023

Mission:

Lassen Family Services, Inc. CASA was founded in 1996 to advocate for children. Children who have been abused or neglected and who are under the jurisdiction of the Juvenile Dependency Court in Lassen County.

Since 1996 LFS CASA has been able to serve over 500 children from Lassen County. Currently LFS CASA is serving 45 children with 25 children on the waitlist, waiting for a CASA.

Lassen Family Services provides multiple programs for the community. Any donation would be directed to support their CASA program.

Impact:

A donation would be directed to support their CASA program.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$1,886,475	96.5%	
Contributions	69,108	3.5%	
Other	Z	0.0%	
Total Revenue:	<u>\$1,955,590</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,831,807	98.1%	
Administration	34,759	1.9%	
Fund Raising			
Total Expenses:	<u>\$1,866,566</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$89,024</u>		
Net Assets:	<u>\$644,813</u>		

BOD: Christine DeForest; Erik Beck; Donna Weeks; Joe Comino; Karen Rollings

Lighthouse Counseling and Family Resource Center

110 Gateway Drive, Suite 210

Lincoln , CA 95648 County Placer

lighthousefrc.org

FEIN 35-2252834 Founded: 2005

Previous Donation: Yes No 20,000 6/24/2022 List Date 6/23/2023

Mission:

We help individuals and families heal by providing counseling, educational classes, and easy access to resources.

Lighthouse is a full-service Counseling & Family Resource Center serving approximately 3,000 Placer County residents each year. Lighthouse's reputation for providing quality services to individuals and families in need continues to grow and over time has received numerous awards.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$1,975,216	89.3%	
Contributions	233,965	10.6%	
Other	<u>2,126</u>	<u>0.1%</u>	
Total Revenue:	<u>\$2,211,307</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,841,588	95.9%	
Administration	39,926	2.1%	
Fund Raising	<u>37,850</u>	<u>2.0%</u>	
Total Expenses:	<u>\$1,919,364</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$291,943</u>		
Net Assets:	<u>\$1,123,619</u>		

BOD: Michael Tronnes; Juliette Robertson; Cherri Spriggs; Shanti Landon; Dawn Clayton; Jose Maria Diaz; Mary Green; Aldo Pineschi; Hassib Rostami; Maria Salcedo-Bautista; Brandon Sanders

Lincoln Community Foundation

600 6th Street

Lincoln , CA 95648 County Placer

www.lincolncommunityfoundation.org

FEIN 73-1677611 Founded: 2003

Previous Donation: Yes No 20,000 6/24/2022 List Date 6/23/2023

Mission:

The Lincoln Community Foundation was established in 2003. Thanks to a single generous contribution an endowment was gifted to initiate an investment fund. The Foundation continuously seeks and receives donations and gifts to bolster the investment. Interest earned from this investment is used to award grants to local nonprofit groups that better our community. We are a community leader coordinating resources to create positive change.

We inspire philanthropy to strengthen our community by:

- Acting as a Catalyst for community improvement programs
- Being a Trustee for community resources
- Investing in our community through grant programs

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	28,237	99.6%	
Other	<u>103</u>	<u>0.4%</u>	
Total Revenue:	<u>\$28,340</u>	<u>100.0%</u>	
Expenses:			
Program	\$88,275	88.1%	
Administration	11,895	11.9%	
Fund Raising			
Total Expenses:	<u>\$100,170</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$71,830)</u>		
Net Assets:	<u>\$649,911</u>		

BOD: Edythe Ternullo; Rosemary Knutson; Claire Luke; Stan Nader; Kris Knutson; Linda Maxwell; Stephanie Berger; Jan Bedwell; Gary McDonald

Long Beach Youth Chorus
2902 Petaluma Ave
Long Beach , CA 90815 County Los Angeles
longbeachyouthchorus.org

FEIN 88-3585885 Founded: 2022

Previous Donation: Yes No

List Date 6/23/2023

Mission:

Our mission is to develop the appreciation of choral music and musical talent among young people from diverse backgrounds in a mutually supportive environment.

Our vision is to be a diverse multi-chorus organization that provides every child in the region the opportunity to perform in a choir and gives them the life-changing skills that choral singing can develop.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: N/A Organization has not been in operation for a full Fiscal Year

Revenues:	Amount	%	Notes
-----------	--------	---	-------

Government/Earned

Contributions

Other

Total Revenue:

Expenses:

Program

Administration

Fund Raising

Total Expenses:

Excess/(Deficit) of

Revenues Over Expenses:

Net Assets:

BOD: Denean Dyson; Susan Wright; Mary E. Parton; Lynda DeWitt; Cathy Iles; Lynn Meldrum; Katharin Rundus

PRIDE Industries
 10030 Foothills Blvd.
 Roseville , CA 95747 County Placer
 prideindustries.com

FEIN 94-1650529 Founded: 2000

Previous Donation: Yes No 40,000 6/24/2022 List Date 6/23/2023

Mission:

At the heart of everything we do is our mission to create jobs for people with disabilities. But we also care deeply about our customers’ missions and business, and we are dedicated to delivering competitive, custom business solutions that will exceed their expectations and help them fulfill their goals.

Through teamwork, in a culture where we respect, value, and appreciate all differences, we create a challenging and rewarding environment with a passion for customer service. We are energized knowing that our efforts make a positive difference in the communities we serve.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$258,092,352	100.4%	Other includes loss on asset impairment of - \$2,117,857
Contributions	695,146	0.3%	
Other	<u>(1,822,534)</u>	<u>-0.7%</u>	
Total Revenue:	<u>\$256,964,964</u>	<u>100.0%</u>	
Expenses:			
Program	\$206,834,926	88.4%	
Administration	26,850,874	11.5%	
Fund Raising	<u>348,403</u>	<u>0.1%</u>	
Total Expenses:	<u>\$234,034,203</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$22,930,761</u>		
Net Assets:	<u>\$48,252,061</u>		

BOD: 30 Board Members

Project R.I.D.E. Inc.
 PO Box 159
 Elk Grove , CA 95759 County Sacramento
 www.projectride.org

FEIN 94-2778565 Founded: 2006

Previous Donation: Yes No 50,000 6/24/2022 List Date 6/23/2023

Mission:

Project R.I.D.E. offers therapeutic recreational horseback riding instruction to over 600 riders with disabilities or special needs. Our goal is to improve physical, emotional and social functioning through participation in a highly structured and safe program. Riders’ interaction with carefully selected and trained horses improves their balance, posture, flexibility, sensory awareness and endurance in addition to increasing confidence, self-esteem, self-discipline, motivation, attention span and integration with non-disabled peers.

Our program certainly has therapeutic benefits, but it is recreational in nature and is meant to be a fun activity that aligns with the goals of other therapeutic interventions.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$48,680	11.4%	
Contributions	369,236	86.7%	
Other	<u>8,099</u>	<u>1.9%</u>	
Total Revenue:	<u>\$426,015</u>	<u>100.0%</u>	
Expenses:			
Program	\$231,973	72.5%	
Administration	73,449	22.9%	
Fund Raising	<u>14,738</u>	<u>4.6%</u>	
Total Expenses:	<u>\$320,160</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$105,855</u>		
Net Assets:	<u>\$1,229,742</u>		

BOD: Kim Hettrick; Leon Vanderspek; Mark Schwan; Gretchen Brink; Duane Tadlock; Wayne Davis; Sandy Hastie; Eric McDonald; Amy Souza

Project Street Vet
 516 Solar Road NW
 Albuquerque New Mexico , CA 87101 County NA
 projectstreetvet.org

FEIN 85-1158446 Founded: 2020

Previous Donation: Yes No List Date 5/19/2023

Mission:

Project Street Vet is a 501 (c)(3) non-profit public charity that provides free veterinary care, treatment, and support to the pets of individuals experiencing homelessness and/or housing vulnerability.

Project Street Vet was founded by Dr. Kwane Stewart, who for the past decade has provided free veterinary care to pets of people experiencing homelessness – walking areas of high homelessness to seek pets and pet parents in need. **Street Vet Work is currently done mainly in San Diego and Los Angeles**

We are committed to protecting the human-animal bond that is so vital to the livelihood of pets and the people who love them. Leading with compassion, kindness, and no judgments, will we seek out and assist the pets and people who need it most.

Impact:

A donation would be directed to California.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	488,749	100.0%	
Other			
Total Revenue:	<u>\$488,749</u>	<u>100.0%</u>	
Expenses:			
Program	\$200,941	58.0%	
Administration	100,333	28.9%	
Fund Raising	<u>45,467</u>	<u>13.1%</u>	
Total Expenses:	<u>\$346,741</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$142,008</u>		
Net Assets:	<u>\$264,213</u>		

BOD: Kwane Stewart; Ian Stewart; Sandra Salazar; Dorit Dowler-Guerrero; Carson Saporta; Nichole Weinstein

Saffyre Sanctuary, Inc.

PO Box 921708

Sylmar , CA 91392

County

Los Angeles

www.saffyresanctuary.org

FEIN

27-0333811

Founded: 2009

Previous Donation: Yes No

List Date 6/2/2023

Mission:

Saffyre Sanctuary, located in Los Angeles, California, is a horse rescue and rehabilitation program that cares for horses that have been abandoned, abused, or neglected. By allowing them to rediscover their true nature, we provide every opportunity for them to experience the possibility of enjoying a second career, or offer them a well deserved retirement due to soundness issues, age, or owner hardships.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990-EZ for 2022

Revenues:	Amount	%	Notes
Government/Earned	\$13,680	7.3%	
Contributions	172,678	92.3%	
Other	<u>640</u>	<u>0.3%</u>	
Total Revenue:	<u>\$186,998</u>	<u>100.0%</u>	
Expenses:			
Program	\$190,566	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$190,566</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$3,568)</u>		
Net Assets:	<u>\$65,200</u>		

BOD: Esta Bernstein; Lori Reyes; Ken Del Alcazar; Catherine Del Castillo; Audrey Jorgensen; Linda Kiefer

The Shine Project Foundation

4021 Layang Layang Cir

Carlsbad , CA 92008 County San Diego

www.theshineprojectfoundation.org

FEIN 46-4071119 Founded: 2014

Previous Donation: Yes No List Date 6/23/2023

Mission:

The Shine Project Foundation helps to bridge the gap between families with children, teens, and young adults with special needs and local communities by partnering with businesses and organizations.

We provide enrichment projects, events, and opportunities to help them explore their interests, creative skills, develop social, communication, life, recreation and vocational skills, make connections with other friends, families, and local resources, give access to their community, spread awareness, and most importantly helps them to SHINE!

All of our events are free to special needs families and made possible with community support, donations, sponsorships, and volunteers.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	62,787	100.0%	
Other			
Total Revenue:	<u>\$62,787</u>	<u>100.0%</u>	
Expenses:			
Program	\$62,177	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$62,177</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$610</u>		
Net Assets:	<u>\$8,218</u>		

BOD: Cheryl Williams; Rob Williams; Guusje Bandler

You Did It For Me, Inc.

P.O. Box 191076

San Diego , CA 92159 County San Diego

youdidit4me.org

FEIN 83-2806042 Founded: 2018

Previous Donation: Yes No 60,000 6/24/2022 List Date 6/23/2023

Mission:

For thousands of vulnerable individuals trying to thrive in San Diego East County, You Did It For Me Inc. offers companionship and resources for securing and maintaining housing, food, healthcare, education, and work through a network of outreach workers, service providers, public organizations, faith communities and volunteers. We do not have participation in religious activities as a requirement for receiving service.

We are currently working to expand infrastructure and services to meet the increasing demand of people in San Diego East County trying to avoid, survive in, and emerge from, homelessness.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

From organization - FYE 2022

Revenues:	Amount	%	Notes
Government/Earned			The organization is incorporated as a religious exempt organization but does not require any religious actions from recipients of their work. The Administrative costs for a start up program are usually greater than a manure program.
Contributions	36,034	100.0%	
Other	<u>10</u>	<u>0.0%</u>	
Total Revenue:	<u>\$36,044</u>	<u>100.0%</u>	
Expenses:			
Program	\$16,020	48.3%	
Administration	17,125	51.7%	
Fund Raising			
Total Expenses:	<u>\$33,145</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$2,899</u>		
Net Assets:	<u>\$55,832</u>		
BOD:	Margherita (D'Angelo) Stutz; Anna Marie Piconi Snyder; Angelina (Angie) Stuart; Monica Wiley		

Youth Leadership Institute
 209 9th Street #200
 San Francisco , CA 94103 County San Francisco
 yli.org

FEIN 68-0184712 Founded: 1989

Previous Donation: Yes No

List Date 6/23/2023

Mission:

Young people – particularly youth of color and their allies – are deeply motivated to address inequities in their communities. At Youth Leadership Institute, young people realize their power by learning to use their voices to create meaningful change.

We work within coalitions and with elected officials to promote policy change that makes our communities more equitable and just for young people, especially young people of color. And it’s paying off with over 130 policy wins so far.

Change happens when conversations take place. At yli, we believe that conversations of real significance only occur when all voices are heard. And we’re here to ensure that youth voice is heard. Loud and clear.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$4,428,685	49.6%	
Contributions	4,505,381	50.4%	
Other	<u>3,006</u>	<u>0.0%</u>	
Total Revenue:	<u>\$8,937,072</u>	<u>100.0%</u>	
Expenses:			
Program	\$5,708,884	79.2%	
Administration	1,400,843	19.4%	
Fund Raising	<u>99,599</u>	<u>1.4%</u>	
Total Expenses:	<u>\$7,209,326</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$1,727,746</u>		
Net Assets:	<u>\$4,182,359</u>		

BOD: Kristin Belden; Joshua Espulgar Rowe; John Gonzalez; Laura Harmon; Kaitlin Ketchum; Richard A. Perez; Elizabeth Romero; Luke Torres

ORDINANCE NO. 23-06

AN ORDINANCE OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY LEVYING SPECIAL TAXES WITHIN CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-5 (COUNTY OF SACRAMENTO – THE GAP)

WHEREAS, pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, sections 53311, *et. seq.*, of the California Government Code (the “Act”), on April 28, 2023, this Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”), adopted Resolution No. 23-104 (the “Resolution of Intention”) stating its intention to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap)” (the “CFD”), (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap)” (“Improvement Area No. 1”), and (iii) establish “California Municipal Finance Authority Community Facilities District No. 2023-5 (County of Sacramento – The Gap) (Future Annexation Area)” (the “Future Annexation Area”), to finance the acquisition and construction of certain public facilities;

WHEREAS, in the Resolution of Intention, this Board determined that it may be necessary to designate additional improvement areas when territory in the Future Annexation Area annexes into the CFD (each, a “Future Improvement Area”);

WHEREAS, notice was published as required by the Act relative to the intention of this Board to form the CFD, designate therein Improvement Area No. 1, and establish the Future Annexation Area, to provide for certain public facilities and to incur bonded indebtedness for Improvement Area No. 1 and Future Improvement Areas;

WHEREAS, this Board has held noticed public hearings as required by the Act relative to (i) the determination to proceed with the formation of the CFD, the designation therein of Improvement Area No. 1, and the levy of a special tax in accordance with the rate and method of apportionment of the special tax to be levied within Improvement Area No. 1 to finance a portion of the costs of the public facilities and (ii) the issuance of bonded indebtedness and other debt for Improvement Area No. 1 and Future Improvement Areas;

WHEREAS, at said hearing all persons desiring to be heard on all matters pertaining to the formation of the CFD, Improvement Area No. 1, the levy of said special taxes and the incurring of bonded indebtedness were heard, substantial evidence was presented and considered by this Board and a full and fair hearing was held;

WHEREAS, subsequent to the hearing, this Board adopted Resolution No. 23-162 (the “Resolution of Formation”), Resolution No. 23-163 (the “Resolution of Necessity”) and Resolution No. 23-164 (the “Resolution Calling Election”), which resolutions defined the public facilities to be financed by the CFD (the “Facilities”), formed the CFD, designated therein Improvement Area No. 1, and established the Future Annexation Area, authorized the levy of a special tax within Improvement Area No. 1, authorized the levy of a special tax within the area to be annexed to the CFD from the Future Annexation Area upon a unanimous approval(s) from the owner(s) of parcels annexing into the CFD, determined the necessity to incur bonded indebtedness in Improvement Area No. 1, and areas within the CFD outside of Improvement Area No. 1 and called an election within Improvement Area No. 1 on the propositions of incurring

indebtedness, levying a special tax, and establishing an appropriations limit within Improvement Area No. 1; and

WHEREAS, in accordance with the Resolution Calling Election, on June 2, 2023, a special election was held within Improvement Area No. 1 at which the eligible landowner-electors approved such propositions by the two-thirds vote required by the Act.

NOW, THEREFORE, THE BOARD OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DOES ORDAIN AS FOLLOWS:

Section 1. By the passage of this Ordinance, this Board hereby authorizes and levies the special tax on parcels within Improvement Area No. 1 and on any parcels in the Future Annexation Area that are annexed into Improvement Area No. 1 or a Future Improvement Area pursuant to the Act. With respect to Improvement Area No. 1, the Authority shall levy the special tax at the rate and in accordance with the formula (the "Improvement Area No. 1 Rate and Method") set forth in the Resolution of Formation, which Resolution of Formation is by this reference incorporated herein. With respect to Future Improvement Areas, the Authority shall levy the special tax at the rate and in accordance with the formula approved by the qualified electors in the Future Improvement Areas in the manner required by the Act (each, a "Future Rate and Method," and together with the Improvement Area No. 1 Rate and Method, the "Rate and Methods"). The special taxes are hereby authorized to be levied commencing in fiscal year 2023-24 and in each fiscal year thereafter for the period provided in the applicable Rate and Method, as contemplated by the Resolution of Formation, the Resolution of Necessity and the unanimous approval form(s) submitted by the owner or owners of land annexing into any Future Improvement Area of the CFD, and all costs of administering the CFD.

Section 2. The Executive Director of the Authority or his or her designee, who may be an outside consultant to the Authority, is hereby authorized and directed each fiscal year to determine the specific special tax rate and amount to be levied for the next ensuing fiscal year for each parcel of real property within Improvement Area No. 1 and each Future Improvement Area, in the manner and as provided in the Resolution of Formation.

Section 3. Except as provided in the Rate and Methods, properties or entities of the State, federal or local governments shall be exempt from any levy of the special taxes. In no event shall the special taxes be levied on any parcel within Improvement Area No. 1 or any parcel within any Future Improvement Area in excess of the maximum tax specified in, or contemplated by, the Resolution of Formation.

Section 4. All of the collections of the special taxes shall be used as provided for in the Act and in the Resolution of Formation including, but not limited to, the payment of principal and interest on bonds and other debt (as defined in the Act) issued by the Authority for Improvement Area No. 1 or a Future Improvement Area (the "Bonds"), the replenishment of the reserve fund for the Bonds, the payment of the costs of the Facilities, the payment of the costs of the Authority in administering the CFD, and the costs of collecting and administering the special taxes.

Section 5. The special taxes shall be collected in the same manner as ordinary ad valorem taxes are collected and shall have the same lien priority, and be subject to the same penalties and the same procedure and sale in cases of delinquency as provided for ad valorem taxes; provided, however, that this Board may provide for other appropriate methods of collection by resolutions of this Board. In addition, the provisions of Section 53356.1 of the Act shall apply to delinquent special tax payments. The Executive Director of the Authority, or his or her

designee, is hereby authorized and directed to provide all necessary information to the auditor/tax collector of the County of Sacramento in order to effect proper billing and collection of the special tax, so that the special tax shall be included on the secured property tax roll of the County of Sacramento for each fiscal year, as needed, until the Bonds are paid in full or such longer period of time provided in the Rate and Methods.

Section 6. If for any reason any portion of this Ordinance is found to be invalid, or if the special tax is found inapplicable to any particular parcel within Improvement Area No. 1 or a Future Improvement Area, by a court of competent jurisdiction, the balance of this Ordinance and the application of the special tax to the remaining parcels within Improvement Area No. 1 or any parcel within any Future Improvement Area shall not be affected.

Section 7. An Authorized Signatory shall sign this Ordinance and the Secretary shall cause the same to be published within fifteen (15) days after its passage at least once in a newspaper of general circulation.

Section 8. This Ordinance shall take effect 30 days from the date of final passage.

INTRODUCED by the California Municipal Finance Authority on June 2, 2023.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing ordinance was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Ordinance Levying Special Taxes - CMFA CFD No. 2023-5
(County of Sacramento – The Gap)]

RESOLUTION NO. 23-170

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY CERTIFYING TO THE COUNTY OF ALAMEDA THE VALIDITY OF THE LEGAL PROCESS USED TO PLACE DIRECT CHARGES (SPECIAL ASSESSMENTS) ON THE SECURED TAX ROLL

WHEREAS, the notices and due process for special assessment fees for the purpose of Property Assessed Clean Energy (PACE) to be included on the County property tax bill for property owners of California Municipal Finance Authority (the “Authority”) was completed on January 16, 2015 per Resolution 15-010; and

WHEREAS, the Authority is placing the special assessments on the Alameda County secured property tax roll for collection; and

WHEREAS, the Authority has complied with all laws pertaining to the levy of the special assessments, including Proposition 218, to be collected per Government Code AB-811; and

WHEREAS, the monies collected are not in any way to be based on the assessed valuation of the properties involved; and

NOW THEREFORE BE IT RESOLVED by the California Municipal Finance Authority that the list submitted with parcel numbers and amount are certified as being correct.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[PACE Assessment Collection Resolution – Alameda County]

RESOLUTION NO. 23-171

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY CERTIFYING TO THE COUNTY OF RIVERSIDE THE VALIDITY OF THE LEGAL PROCESS USED TO PLACE DIRECT CHARGES (SPECIAL ASSESSMENTS) ON THE SECURED TAX ROLL

WHEREAS, the notices and due process for special assessment fees for the purpose of Property Assessed Clean Energy (PACE) to be included on the County property tax bill for property owners of California Municipal Finance Authority (the “Authority”) was completed on January 16, 2015 per Resolution 15-010; and

WHEREAS, the Authority is placing the special assessments on the Riverside County secured property tax roll for collection; and

WHEREAS, the Authority has complied with all laws pertaining to the levy of the special assessments, including Proposition 218, to be collected per Government Code AB-811; and

WHEREAS, the monies collected are not in any way to be based on the assessed valuation of the properties involved; and

NOW THEREFORE BE IT RESOLVED by the California Municipal Finance Authority that the list submitted with parcel numbers and amount are certified as being correct.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[PACE Assessment Collection Resolution – Riverside County]

RESOLUTION NO. 23-172

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY CERTIFYING TO THE COUNTY OF SOLANO THE VALIDITY OF THE LEGAL PROCESS USED TO PLACE DIRECT CHARGES (SPECIAL ASSESSMENTS) ON THE SECURED TAX ROLL

WHEREAS, the notices and due process for special assessment fees for the purpose of Property Assessed Clean Energy (PACE) to be included on the County property tax bill for property owners of California Municipal Finance Authority (the “Authority”) was completed on January 16, 2015 per Resolution 15-010; and

WHEREAS, the Authority is placing the special assessments on the Solano County secured property tax roll for collection; and

WHEREAS, the Authority has complied with all laws pertaining to the levy of the special assessments to be collected; and

WHEREAS, the monies collected are not in any way to be based on the assessed valuation of the properties involved; and

NOW THEREFORE BE IT RESOLVED by the California Municipal Finance Authority that the list submitted with parcel numbers and amount are certified as being correct.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[PACE Assessment Collection Resolution – Solano County]

RESOLUTION NO. 23-173

A RESOLUTION MAKING CERTAIN DETERMINATIONS WITH RESPECT TO THE PLACEMENT OF ASSESSMENTS ON THE TAX ROLL IN VENTURA COUNTY, AND APPROVING RELATED DOCUMENTS AND ACTIONS

WHEREAS, the California Municipal Finance Authority (the “Authority”) has undertaken proceedings under Chapter 29 of Part 3 of Division 7 of the Streets & Highways Code of the State of California, as amended (“Chapter 29”) to establish the CMFA PACE Program to assist property owners within the jurisdictional boundaries of the program area of the Program (the “Program Area”) with the cost of installing distributed generation renewable energy sources, energy and water efficient improvements and electric vehicle charging infrastructure that are permanently fixed to their properties and other improvements authorized pursuant to Chapter 29 (“Authorized Improvements”);

WHEREAS, the Board of Directors of the Authority has by previous resolutions declared its intent to levy assessments for the purpose of financing Authorized Improvements under the provisions of Chapter 29; and

WHEREAS, the Authority has entered into assessment contracts for properties located within the jurisdictional boundaries of Ventura County (the “County”) to finance Authorized Improvements; and

WHEREAS, pursuant to the provisions of Streets and Highways Code Section 8682(a) the Authority is required to file with the County a copy of the order of this Board of Directors determining the assessments remaining unpaid; and

WHEREAS, such unpaid assessments and the amount of the levy for Fiscal Year 2023-24 are set forth in Exhibit A.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct.

Section 2. The Board of Directors of the Authority hereby determines that amounts set forth in Exhibit A attached hereto are the unpaid assessments within the County and the amounts to be levied for such assessments in Fiscal Year 2023-24.

Section 3. The members of the Board of Directors and the Executive Director of the Authority (each, an “Authorized Signatory”) are each hereby authorized and directed to take any other actions in the judgment of the Authorized Representative necessary to place the assessments on the Fiscal Year 2023-2024 tax roll of the County.

Section 4. This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 10, 2022.

By: _____
Authorized Signatory

[PACE Assessment Resolution – Ventura County]

EXHIBIT A

RESOLUTION NO. 23-174

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY SETTING FORTH THE AUTHORITY'S OFFICIAL INTENT TO ISSUE REVENUE BONDS TO FINANCE A PROJECT FOR DYNAMIS ENERGY LLC (OR AN AFFILIATE) AND RELATED ACTIONS

WHEREAS, the California Municipal Finance Authority (the "Authority") is authorized and empowered by Title 1, Division 7, Chapter 5 of the California Government Code (the "JPA Act") to issue revenue bonds for the purpose of financing the acquisition, construction, rehabilitation, improvement and equipping of solid waste disposal facilities; and

WHEREAS, Dynamis Energy LLC, or an affiliate thereof (collectively, the "Borrower") has requested that the Authority consider the issuance and sale of tax-exempt revenue bonds (the "Bonds") pursuant to the JPA Act for the purpose of lending the proceeds thereof to the Borrower to finance the acquisition, construction, rehabilitation, improvement and equipping of a biomass power plant, to be located in the County of Amador (the "County"), and to be owned and/or operated by the Borrower (the "Project"); and

WHEREAS, the Borrower has requested an expression of this Board's willingness to authorize the issuance of the Bonds at a future date after the documentation relating to the financing has been prepared and completed, and the Authority's requirements for the issuance of such Bonds have been satisfied; and

WHEREAS, the Authority wishes to declare its intention to authorize the issuance of the Bonds, provided certain conditions are met, for the purpose of financing costs of the Project, in an aggregate principal amount not to exceed \$30,000,000;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Authority (the "Board") as follows:

Section 1. The Board hereby finds and determines that the above recitals are true and correct.

Section 2. The Board finds and hereby determines that it is necessary and desirable and a public purpose for the Authority to provide financing for the Project and hereby expresses its official intent, at one time or from time to time, to issue and sell the Bonds pursuant to the JPA Act, subject to the conditions set forth herein. This resolution does not bind the Authority to make any expenditure, incur any indebtedness, or proceed with the financing of the Project.

Section 3. The Bonds will be payable solely from revenues to be received by the Authority pursuant to a loan agreement or other agreements to be entered into with the Borrower in connection with the Project. The issuance of the Bonds is subject to the following conditions: (a) the Authority and the Borrower shall have first agreed to mutually acceptable terms for the Bonds and of the sale and delivery thereof, and mutually acceptable terms and conditions of the Bond indenture, loan agreement, lease agreement or other agreements and other related documents for the financing of the Project; (b) all requisite governmental approvals for the Bonds shall have been obtained; and (c) a resolution approving the financing documents to which the Authority will be a party shall have been adopted by the Board.

Section 4. This resolution is a Declaration of Official Intent under U.S. Treasury Regulations for purposes of Sections 103 and 141 to 150 of the Internal Revenue Code of 1986, as amended (the "Code"). Based upon the representations of the Borrower, the Authority reasonably expects that certain of the costs of the Project will be reimbursed with the proceeds of the Bonds. The expected maximum principal amount of the bonds is \$30,000,000.

Section 5. The officers of and financial advisors to the Authority are hereby authorized and directed to take any and all actions as may be necessary or appropriate in connection with (a) an application to the California Debt Limit Allocation Committee for an allocation of the State's private activity bond volume cap under Section 146 of the Code and Section 8869.85 of the Government Code, if determined to be necessary, and (b) compliance with the requirements of Section 147(f) of the Code relating to public approval of the Bonds. Any such actions heretofore taken by such officers and financial advisors with respect thereto are hereby ratified, approved and confirmed.

Section 6. Pursuant to Section 12 of the agreement forming the Authority (the "Agreement"), the Authority hereby approves the County becoming a member of the Authority, effective upon receipt by the Authority of an executed counterpart of the Agreement, together with a copy of the resolution of the Board of Supervisors of the County approving the Agreement and the execution and delivery thereof.

Section 7. This Resolution shall take effect immediately upon its passage and shall remain in force thereafter.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of Directors of said Authority at a duly called meeting of the Board of Directors of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Inducement Resolution – Dynamis Energy LLC]

RESOLUTION NO. 23-175

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE REVENUE NOTES IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000 RELATED TO THE FINANCING OF 600 SAN PEDRO PHASE 1 IN THE CITY OF LOS ANGELES, CALIFORNIA, AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS AND APPROVING ACTIONS IN CONNECTION THEREWITH

WHEREAS, the California Municipal Finance Authority (the “Authority”) is authorized pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California in accordance with Chapter 7 of Part 5 of Division 31 of the Health and Safety Code of the State of California (the “Act”), to issue revenue obligations and loan the proceeds thereof to qualified borrowers for the purpose of financing the acquisition, rehabilitation/construction and development of multifamily housing projects for persons and families of low and very low income residing within the jurisdiction of the Authority;

WHEREAS, the Authority hereby finds and declares that it is necessary, essential and a public purpose for the Authority to engage in a program (the “Program”) of issuing revenue obligations of the Authority to finance the acquisition, construction and development of multifamily rental housing, and has determined to borrow money for such purpose by the issuance of revenue notes as authorized by the Act;

WHEREAS, the Authority hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act;

WHEREAS, 600 San Pedro LP, a California limited partnership (the “Borrower”), has requested that the Authority execute and deliver one or more multifamily housing revenue notes (the “Note”) to Citibank, N.A. (the “Funding Lender”), as initial holder of the Note, pursuant to a Funding Loan Agreement (the “Funding Loan Agreement”) to be entered into between the Authority and the Funding Lender, and loan the proceeds of the Note to the Borrower pursuant to a Borrower Loan Agreement (the “Borrower Loan Agreement”) to be entered into between the Borrower and the Authority to finance a portion of the acquisition, construction and development of a multifamily rental housing development located in the City of Los Angeles, California, commonly known as “600 San Pedro Phase 1” (the “Project”);

WHEREAS, there has been presented to the Authority the following:

- (1) A proposed form of Funding Loan Agreement;
- (2) A proposed form of Borrower Loan Agreement;
- (3) A proposed form of Regulatory Agreement and Declaration of Restrictive Covenants (the “Regulatory Agreement”) to be entered into by the Authority and the Borrower; and

(4) The proposed forms of Funds Exchange Agreements as hereinafter defined.

WHEREAS, the City of Los Angeles (the “City”) is a member of the Authority and has approved the Project pursuant to Section 4 of the Joint Exercise of Powers Agreement of the Authority;

WHEREAS, the City Council of the City (the “City Council”) is expected to approve by resolution the execution and delivery of the Note, following published notice and a public hearing as required by Section 147(f) of the Internal Revenue Code of 1986, as amended and Section 4 of the Joint Exercise of Powers Agreement of the Authority, and such Note shall only be executed and delivered following such approval;

WHEREAS, to preserve, “recycle,” and allocate to the Project additional private activity bond volume cap previously allocated to a qualified residential rental project other than the Project, all in accordance with Internal Revenue Code Section 146(i)(6), the Authority has incurred or will incur taxable obligations on a short-term basis and exchange certain proceeds related thereto all as set forth in a Funds Exchange Agreement (Repayment) (the “Repayment Funds Exchange Agreement”) and a Funds Exchange Agreement (New Loan) (the “New Loan Funds Exchange Agreement,” and together with the Repayment Funds Exchange Agreement, the “Funds Exchange Agreements”);

WHEREAS, the Authority hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act; and

WHEREAS, all conditions, things and acts required to exist, to have happened and to have been performed precedent to and in the execution and delivery of the Note and the implementation of the Program as contemplated by this resolution and the documents referred to herein exist, have happened and have been performed in due time, form and manner as required by the laws of the State of California, including the Act, and the Authority now desires to authorize the execution and delivery of the Note, as provided herein.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the California Municipal Finance Authority as follows:

Section 1. The Authority hereby finds and declares that the above recitals are true and correct.

Section 2. Pursuant to the Act and the Funding Loan Agreement, the Authority is hereby authorized to execute and deliver its Note designated as the “California Municipal Finance Authority Multifamily Housing Revenue Note (600 San Pedro Phase 1) 2023 Series A” including, if and to the extent necessary, one or more series or sub-series, taxable or tax-exempt, with appropriate modifications and series and sub-series designations as necessary. The Note shall be executed and delivered in an aggregate principal amount not to exceed \$15,000,000; provided that the aggregate principal amount of the Note shall not exceed the preserved private activity bond “volume cap” as provided in Section 146 of the Internal Revenue Code of 1986, as amended, available to the Project. Any member of the Board of Directors of the Authority or the Executive Director of the Authority (each, an “Authorized Signatory”), each acting alone, is hereby authorized and directed to execute the Note for and

on behalf of the Authority by manual or facsimile signature, in the form set forth in the Funding Loan Agreement, with such changes, deletions and insertions as may be approved by such Authorized Signatory and legal counsel to the Authority (the "Authority Counsel"), such approvals being conclusively evidenced by the execution and delivery thereof, provided that the final maturity date of the Note shall not be more than 45 years from the date of execution and delivery thereof. The Note, when executed, shall be delivered to or upon the order of the purchaser of the Note.

Section 3. The Funding Loan Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Funding Loan Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 4. The Borrower Loan Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Borrower Loan Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 5. The Regulatory Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Regulatory Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 6. The Funds Exchange Agreements, in substantially the forms presented to the Authority, are hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Funds Exchange Agreements with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 7. All actions heretofore taken by the officers of the Authority with respect to the establishment of the Program and the execution and delivery of the Note are hereby approved, confirmed and ratified, and the proper officers of the Authority, including the Authorized Signatories, the Secretary of the Authority and Authority Counsel, are hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents which they, or any of them, may deem necessary or advisable to consummate the lawful execution and delivery of the Note in accordance with this Resolution and resolutions heretofore adopted by the Authority and to carry out the Program, including but not limited to those certificates, agreements and other documents described in the documents herein approved and any certificates, agreements or documents as may be necessary to further the purpose hereof or provide additional security for the Note, including but not limited to a tax certificate, an assignment of deed of trust, any endorsement, allonge or

assignment of any note and other loan documents, but which shall not create any obligation or liability of the Authority other than with respect to the revenues and assets derived from the proceeds of the Note or otherwise under the documents listed above.

Section 8. Each Authorized Signatory, acting alone, is hereby authorized to execute and deliver any future amendments to the documents authorized to be executed and delivered pursuant to this Resolution (“Authorized Documents”), without further action of the Authority, for the purposes of (i) adding to the covenants and agreements of the Borrower or of the provider of any credit enhancer or liquidity facility; (ii) assigning or pledging additional security for the Note; (iii) curing any ambiguity, inconsistency or omission or supplement any defective provision of the Authorized Documents; (iv) the addition or deletion of provisions relating to the remarketing of the Note; (v) permitting the qualification of the Funding Loan Agreement under the Trust Indenture Act of 1939 or any similar federal statutes hereafter in effect; (vi) providing for any additional procedures, covenants or agreements necessary to maintain the tax-exempt status of interest on the Note; and (vii) adding, modifying or eliminating the book-entry registration system for the Note; or (viii) modifying the provisions relating to the maturity, the amortization, the redemption, the interest rate or the method of determining the interest rate of the Note, and the corresponding provisions of the Funding Loan Agreement, the Borrower Loan Agreement or other agreements relating to the Note; provided such amendments (1) are made pursuant to a written request of the Borrower (and, in the case of an amendment described in clause (viii), above, a written request of the owners of 100% of the principal amount of Note then outstanding), (2) are made pursuant to the terms of such documents, (3) are consistent with such documents, (4) do not require the consent of the holders of the Note which consent has not already been obtained, (5) in the case of an amendment described in clause (viii), above, will not result in a reissuance of the Note for federal income tax purposes, as evidenced by a letter from qualified bond counsel to the Authority, and (6) do not provide for any additional duties or costs with respect to the Authority for which the Borrower does not agree in advance to reimburse or indemnify the Authority therefor.

Section 9. The Board hereby approves the execution and delivery of any and all agreements, documents, certificates and instruments referred to herein with electronic signatures under the California Uniform Electronic Transactions Act and digital signatures under Section 16.5 of the Government Code of the State of California using DocuSign.

Section 10. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By _____
Authorized Signatory

[Authorizing Resolution – 600 San Pedro Phase I]

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the "Borrower") identified below has provided the following required information to the California Municipal Finance Authority (the "Authority") prior to the Authority's regular meeting (the "Meeting") of its board of directors (the "Board") at which Meeting the Board will consider the authorization of conduit revenue obligations (the "Bonds") as identified below.

1. Name of Borrower: 600 San Pedro 2 LP, a California limited partnership
2. Authority Meeting Date: 6/23/2023
3. Name of Bond Issue / Conduit Revenue Obligations:

**California Municipal Finance Authority
Multifamily Housing Revenue Note
(600 San Pedro Phase 2), 2023 Series A**

4. Private Placement Lender or Bond Purchaser, Underwriter or Financial Advisor (mark one) engaged by the Borrower from which the Borrower obtained the following required good faith estimates relating to the Bonds:
 - (A) The true interest cost of the Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the new issue of Bonds (to the nearest ten-thousandth of one percent): 5.5%.
 - (B) The finance charge of the Bonds, which means the sum of all fees and charges paid to third parties: \$300,000.
 - (C) The amount of proceeds received by the public body for sale of the Bonds less the finance charge of the bonds described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Bonds: \$14,700,000.
 - (D) The total payment amount, which means the sum total of all payments the borrower will make to pay debt service on the Bonds plus the finance charge of the Bonds described in subparagraph (B) not paid with the proceeds of the Bonds (which total payment amount shall be calculated to the final maturity of the Bonds): \$24,750,000.

This document has been made available to the public at the Meeting of the Authority.

Dated: 6/22/2023

RESOLUTION NO. 23-176

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE REVENUE NOTES IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000 RELATED TO THE FINANCING OF 600 SAN PEDRO PHASE 2 IN THE CITY OF LOS ANGELES, CALIFORNIA, AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS AND APPROVING ACTIONS IN CONNECTION THEREWITH

WHEREAS, the California Municipal Finance Authority (the “Authority”) is authorized pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California in accordance with Chapter 7 of Part 5 of Division 31 of the Health and Safety Code of the State of California (the “Act”), to issue revenue obligations and loan the proceeds thereof to qualified borrowers for the purpose of financing the acquisition, rehabilitation/construction and development of multifamily housing projects for persons and families of low and very low income residing within the jurisdiction of the Authority;

WHEREAS, the Authority hereby finds and declares that it is necessary, essential and a public purpose for the Authority to engage in a program (the “Program”) of issuing revenue obligations of the Authority to finance the acquisition, construction and development of multifamily rental housing, and has determined to borrow money for such purpose by the issuance of revenue notes as authorized by the Act;

WHEREAS, the Authority hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act;

WHEREAS, 600 San Pedro 2 LP, a California limited partnership (the “Borrower”), has requested that the Authority execute and deliver one or more multifamily housing revenue notes (the “Note”) to Citibank, N.A. (the “Funding Lender”), as initial holder of the Note, pursuant to a Funding Loan Agreement (the “Funding Loan Agreement”) to be entered into between the Authority and the Funding Lender, and loan the proceeds of the Note to the Borrower pursuant to a Borrower Loan Agreement (the “Borrower Loan Agreement”) to be entered into between the Borrower and the Authority to finance a portion of the acquisition, construction and development of a multifamily rental housing development located in the City of Los Angeles, California, commonly known as “600 San Pedro Phase 2” (the “Project”);

WHEREAS, there has been presented to the Authority the following:

- (1) A proposed form of Funding Loan Agreement;
- (2) A proposed form of Borrower Loan Agreement;
- (3) A proposed form of Regulatory Agreement and Declaration of Restrictive Covenants (the “Regulatory Agreement”) to be entered into by the Authority and the Borrower; and

(4) The proposed forms of Funds Exchange Agreements as hereinafter defined.

WHEREAS, the City of Los Angeles (the “City”) is a member of the Authority and has approved the Project pursuant to Section 4 of the Joint Exercise of Powers Agreement of the Authority;

WHEREAS, the City Council of the City (the “City Council”) is expected to approve by resolution the execution and delivery of the Note, following published notice and a public hearing as required by Section 147(f) of the Internal Revenue Code of 1986, as amended and Section 4 of the Joint Exercise of Powers Agreement of the Authority, and such Note shall only be executed and delivered following such approval;

WHEREAS, to preserve, “recycle,” and allocate to the Project additional private activity bond volume cap previously allocated to a qualified residential rental project other than the Project, all in accordance with Internal Revenue Code Section 146(i)(6), the Authority has incurred or will incur taxable obligations on a short-term basis and exchange certain proceeds related thereto all as set forth in a Funds Exchange Agreement (Repayment) (the “Repayment Funds Exchange Agreement”) and a Funds Exchange Agreement (New Loan) (the “New Loan Funds Exchange Agreement,” and together with the Repayment Funds Exchange Agreement, the “Funds Exchange Agreements”);

WHEREAS, the Authority hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act; and

WHEREAS, all conditions, things and acts required to exist, to have happened and to have been performed precedent to and in the execution and delivery of the Note and the implementation of the Program as contemplated by this resolution and the documents referred to herein exist, have happened and have been performed in due time, form and manner as required by the laws of the State of California, including the Act, and the Authority now desires to authorize the execution and delivery of the Note, as provided herein.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the California Municipal Finance Authority as follows:

Section 1. The Authority hereby finds and declares that the above recitals are true and correct.

Section 2. Pursuant to the Act and the Funding Loan Agreement, the Authority is hereby authorized to execute and deliver its Note designated as the “California Municipal Finance Authority Multifamily Housing Revenue Note (600 San Pedro Phase 2) 2023 Series A” including, if and to the extent necessary, one or more series or sub-series, taxable or tax-exempt, with appropriate modifications and series and sub-series designations as necessary. The Note shall be executed and delivered in an aggregate principal amount not to exceed \$15,000,000; provided that the aggregate principal amount of the Note shall not exceed the preserved private activity bond “volume cap” as provided in Section 146 of the Internal Revenue Code of 1986, as amended, available to the Project. Any member of the Board of Directors of the Authority or the Executive Director of the Authority (each, an “Authorized Signatory”), each acting alone, is hereby authorized and directed to execute the Note for and on behalf of the Authority by manual

or facsimile signature, in the form set forth in the Funding Loan Agreement, with such changes, deletions and insertions as may be approved by such Authorized Signatory and legal counsel to the Authority (the "Authority Counsel"), such approvals being conclusively evidenced by the execution and delivery thereof, provided that the final maturity date of the Note shall not be more than 45 years from the date of execution and delivery thereof. The Note, when executed, shall be delivered to or upon the order of the purchaser of the Note.

Section 3. The Funding Loan Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Funding Loan Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 4. The Borrower Loan Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Borrower Loan Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 5. The Regulatory Agreement, in substantially the form presented to the Authority, is hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Regulatory Agreement with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 6. The Funds Exchange Agreements, in substantially the forms presented to the Authority, are hereby approved. The Authorized Signatories, each acting alone, are hereby authorized for and on behalf of the Authority to execute and deliver the Funds Exchange Agreements with such changes, additions or deletions as may be approved by such Authorized Signatory and Authority Counsel, such approvals to be conclusively evidenced by the execution and delivery thereof.

Section 7. All actions heretofore taken by the officers of the Authority with respect to the establishment of the Program and the execution and delivery of the Note are hereby approved, confirmed and ratified, and the proper officers of the Authority, including the Authorized Signatories, the Secretary of the Authority and Authority Counsel, are hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents which they, or any of them, may deem necessary or advisable to consummate the lawful execution and delivery of the Note in accordance with this Resolution and resolutions heretofore adopted by the Authority and to carry out the Program, including but not limited to those certificates, agreements and other documents described in the documents herein approved and any certificates, agreements or documents as may be necessary to further the purpose hereof or provide additional security for the Note, including but not limited to a tax certificate, an assignment of deed of trust, any endorsement, allonge or assignment of any note and other loan documents, but which shall not create any obligation or liability of the Authority

other than with respect to the revenues and assets derived from the proceeds of the Note or otherwise under the documents listed above.

Section 8. Each Authorized Signatory, acting alone, is hereby authorized to execute and deliver any future amendments to the documents authorized to be executed and delivered pursuant to this Resolution (“Authorized Documents”), without further action of the Authority, for the purposes of (i) adding to the covenants and agreements of the Borrower or of the provider of any credit enhancer or liquidity facility; (ii) assigning or pledging additional security for the Note; (iii) curing any ambiguity, inconsistency or omission or supplement any defective provision of the Authorized Documents; (iv) the addition or deletion of provisions relating to the remarketing of the Note; (v) permitting the qualification of the Funding Loan Agreement under the Trust Indenture Act of 1939 or any similar federal statutes hereafter in effect; (vi) providing for any additional procedures, covenants or agreements necessary to maintain the tax-exempt status of interest on the Note; and (vii) adding, modifying or eliminating the book-entry registration system for the Note; or (viii) modifying the provisions relating to the maturity, the amortization, the redemption, the interest rate or the method of determining the interest rate of the Note, and the corresponding provisions of the Funding Loan Agreement, the Borrower Loan Agreement or other agreements relating to the Note; provided such amendments (1) are made pursuant to a written request of the Borrower (and, in the case of an amendment described in clause (viii), above, a written request of the owners of 100% of the principal amount of Note then outstanding), (2) are made pursuant to the terms of such documents, (3) are consistent with such documents, (4) do not require the consent of the holders of the Note which consent has not already been obtained, (5) in the case of an amendment described in clause (viii), above, will not result in a reissuance of the Note for federal income tax purposes, as evidenced by a letter from qualified bond counsel to the Authority, and (6) do not provide for any additional duties or costs with respect to the Authority for which the Borrower does not agree in advance to reimburse or indemnify the Authority therefor.

Section 9. The Board hereby approves the execution and delivery of any and all agreements, documents, certificates and instruments referred to herein with electronic signatures under the California Uniform Electronic Transactions Act and digital signatures under Section 16.5 of the Government Code of the State of California using DocuSign.

Section 10. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By _____
Authorized Signatory

[Authorizing Resolution – 600 San Pedro Phase II]

PUBLIC DISCLOSURES RELATING TO CONDUIT REVENUE OBLIGATIONS

Pursuant to California Government Code Section 5852.1, the borrower (the "Borrower") identified below has provided the following required information to the California Municipal Finance Authority (the "Authority") prior to the Authority's regular meeting (the "Meeting") of its board of directors (the "Board") at which Meeting the Board will consider the authorization of conduit revenue obligations (the "Bonds") as identified below.

1. Name of Borrower: 600 San Pedro 2 LP, a California limited partnership
2. Authority Meeting Date: 6/23/2023
3. Name of Bond Issue / Conduit Revenue Obligations:

**California Municipal Finance Authority
Multifamily Housing Revenue Note
(600 San Pedro Phase 2), 2023 Series A**

4. Private Placement Lender or Bond Purchaser, Underwriter or Financial Advisor (mark one) engaged by the Borrower from which the Borrower obtained the following required good faith estimates relating to the Bonds:
 - (A) The true interest cost of the Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the new issue of Bonds (to the nearest ten-thousandth of one percent): 5.5%.
 - (B) The finance charge of the Bonds, which means the sum of all fees and charges paid to third parties: \$300,000.
 - (C) The amount of proceeds received by the public body for sale of the Bonds less the finance charge of the bonds described in subparagraph (B) and any reserves or capitalized interest paid or funded with proceeds of the Bonds: \$14,700,000.
 - (D) The total payment amount, which means the sum total of all payments the borrower will make to pay debt service on the Bonds plus the finance charge of the Bonds described in subparagraph (B) not paid with the proceeds of the Bonds (which total payment amount shall be calculated to the final maturity of the Bonds): \$24,750,000.

This document has been made available to the public at the Meeting of the Authority.

Dated: 6/22/2023

RESOLUTION NO. 23-177

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS INTENTION TO ESTABLISH THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-8 (CITY
OF LANCASTER – PACIFIC TOPAZ) AND TO LEVY A SPECIAL TAX THEREIN
TO FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC
FACILITIES AND DEVELOPMENT IMPACT FEES FOR SUCH COMMUNITY
FACILITIES DISTRICT**

WHEREAS, the City of Lancaster (the “City”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for public facilities related to development projects within the boundaries of the City; and

WHEREAS, staff of the Authority has approved an application for participation in the BOLD program from owners of land proposed for development in the City, and in connection therewith has requested the Board of Directors (the “Board”) of the Authority to establish a community facilities district having a boundary within the City; and

WHEREAS, the Board has duly considered the advisability and necessity of establishing a community facilities district within the boundaries of the City and levying a special tax therein to finance the acquisition and construction of authorized public facilities and/or reimbursement of eligible development impact fees under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”); and

WHEREAS, the Board has determined that the establishment of such community facilities district is consistent with and follows the local goals and policies concerning the use of the Act that have been adopted by the Board and are now in effect; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. It is the intention of the Board to, and the Board hereby proposes to, establish the community facilities district under and pursuant to the terms and provisions of the Act to finance costs of public infrastructure necessary or incidental to new development in the City, which may include the costs of infrastructure financed by fees related to such new development.

Section 3. The proposed name for the community facilities district is “California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz)” (the “CFD”).

Section 4. The proposed boundary of the CFD is as shown on the map on file with the Secretary, which boundary is hereby preliminarily approved and to which map reference is hereby made for further particulars. The Secretary is hereby directed to record, or cause to be recorded,

the map of the boundaries of the CFD in the office of the Los Angeles County Recorder within 15 days of the date of adoption of this Resolution. The Board finds that the map is in the form and contains the matters prescribed by Section 3110 of the California Streets and Highways Code.

Section 5. The type of public facilities and/or development impact fees proposed to be financed in whole or in part by the CFD pursuant to the Act shall consist of those listed as authorized facilities and development impact fees for facilities on Exhibit A hereto and hereby incorporated herein (the "Facilities"). The Board hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the CFD. The financing of the costs of Facilities may include, without limitation, the payment of principal of and interest on bonds together with all direct, indirect periodic, and/or other related costs (including, without limitation, costs of administering the CFD, levying the Special Tax, as defined below, and administering the bonds, and establishing and replenishing reserve funds).

The Board hereby finds and determines that Section 53329.5(a) of the Act relating to calling for bids for construction of the Facilities are inapplicable to the CFD in that the City will acquire but not construct the Facilities. To that end, the City may enter into one or more contracts directly with any owner or developer of land within the CFD for acquisition of Facilities.

Section 6. It is the intention of the Board that, except where funds are otherwise available, a special tax (the "Special Tax") sufficient to finance the acquisition and construction of and the payment of the fees for the Facilities, including the payment of interest on and principal of bonds to be issued to finance such acquisition and construction and payment and including the repayment of funds advanced by the Authority for the CFD and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost of work in-kind provided by any person for the CFD, which Special Tax shall be secured by recordation of a continuing lien against all nonexempt real property in the CFD, will be annually levied by the Board within the boundaries of the CFD, and for particulars as to the rate, method of apportionment and manner of collection of such Special Tax reference is made to Exhibit B (the "Rate and Method"), attached hereto and incorporated herein and made a part hereof. The Rate and Method sets forth the rate, method of apportionment and manner of collection of the Special Tax proposed to be levied in the CFD in sufficient detail to allow each landowner or resident within the CFD to estimate the maximum amount that such person will have to pay to finance the acquisition and construction of and the payment of the fees for the Facilities, and which specifies the conditions under which the obligation to pay the Special Tax may be prepaid and permanently satisfied as provided therein.

The Special Tax to finance Facilities to be levied in the CFD shall not be levied in the CFD after the fiscal year specified in the Rate and Method, except that a Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Special Tax levied against any parcel in the CFD used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within the CFD by more than 10 percent.

This Board hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to ad valorem property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

Section 7. Except as may otherwise be provided by law or by the Rate and Method, all lands owned by any public entity, including the United States, the State of California and/or the

City, or any departments or political subdivisions thereof, shall be omitted from the levy of the Special Tax to be made to cover the costs and expenses of the Facilities or the CFD. In the event that a portion of the property within the CFD become for any reason exempt, wholly or in part, from the levy of the Special Tax, this Board will, on behalf of the CFD, increase the levy to the extent necessary upon the remaining property within the CFD which is not exempt in order to yield the required debt service payments and other annual expenses of the CFD, if any, subject to the provisions of the Rate and Method.

It is the intention of the Board, pursuant to Section 53317.3 of the Government Code of the State of California, to continue to levy the Special Tax on property (that is not otherwise exempt from the Special Tax) that is acquired by a public entity through a negotiated transaction, or by gift or devise.

It is the intention of the Board, pursuant to Section 53340.1 of the Government Code of the State of California, to levy the Special Tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the Special Tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 8. The Board intends that the Special Tax will be collected through the regular secured property-tax bills of the County of Los Angeles and will be subject to the same enforcement mechanism, and the same penalties and interest for late payment, as regular ad valorem property taxes. But the Board reserves the right to use any other lawful means of billing, collecting, and enforcing the Special Tax, including direct billing, supplemental billing, and, when lawfully available, judicial foreclosure of the Special Tax lien.

It is the intention of the Board, pursuant to Section 53317.5 of the Government Code of the State of California, to treat the obligation to pay the Special Tax levied against property that is acquired by a public entity through eminent domain proceedings as if it were a special annual assessment.

Section 9. It is the intention of the Board, pursuant to Section 53325.7 of the Government Code of the State of California, to establish an appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for the CFD.

Section 10. The levy of the Special Tax within the CFD shall be subject to the approval of the qualified electors within the CFD at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the CFD, with each owner having one vote for each acre or portion of an acre such owner owns in the CFD not exempt from the respective Special Tax.

Section 11. It is the intention of this Board, acting as the legislative body of the CFD, to cause bonds of the Authority and other debt (as defined in the Act) to be issued for the CFD pursuant to the Act to finance in whole or in part the construction and/or acquisition of the Facilities. The bonds and other debt shall be issued in such series and bear interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of each series of bonds and other debt, and shall mature not to exceed 40 years from the date of the issuance thereof.

This Board reserves to itself the right and authority to allow any interested owner of property in the CFD, subject to the provisions of Section 53344.1 of the California Government

Code and such requirements as it may otherwise impose, and any applicable prepayment penalties as prescribed in the indenture or fiscal agent agreement for any bonds of the Authority for the CFD, to tender to the Executive Director of the Authority or person in an equivalent position in full payment or part payment of any installment of Special Taxes or the interest or penalties thereon which may be due or delinquent, but for which a bill has been received, any bond or other obligation secured thereby, in the manner described in Section 53344.1 of the California Government Code.

Section 12. The Executive Director of the Authority is hereby directed to study said proposed Facilities and to make, or cause to be made, and file with the Secretary a report in writing (the "CFD Report"), presenting the following:

(a) A description of the Facilities by type which will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Facilities including the cost of acquisition of lands, rights-of-way and easements, any physical facilities required in conjunction therewith and incidental expenses in connection therewith, including the costs of the proposed bond financing and other debt and all other related costs as provided in Section 53345.3 of the Act.

The CFD Report shall be made a part of the record of the public hearing specified below.

Section 13. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at the regular meeting place of the Board, 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, is hereby appointed and fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the establishment of the CFD and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD and the levy of the Special Tax within the CFD.

Section 14. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD. The publication shall be completed at least seven days before the date of the public hearing specified above, and the notice shall be substantially in the form specified in Section 53322 of the Act, with the form summarizing the provisions hereof hereby specifically approved and is substantially in the form attached as Exhibit C hereto.

Any protests to the proposals in this resolution may be made orally or in writing by any interested persons or taxpayers, except that any protests pertaining to the regularity or sufficiency of these proceedings must be in writing and clearly set forth the irregularities and defects to which objection is made. The Board may waive any irregularities in the form or content of any written protest and at the public hearing may correct minor defects in the proceedings. All written protests not presented in person by the protester at the public hearing must be filed with the Secretary at or before the time fixed for the public hearing in order to be received and considered. Any written protest may be withdrawn in writing at any time before the conclusion of the public hearing.

The public hearing may be continued from time to time but must be completed within 30 days. If, however, the Board finds that the complexity of the CFD or the need for public participation requires additional time, then the public hearing may be continued from time to time for not more than six months.

Section 15. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the Authority may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the Board may enter into an agreement (an “Acquisition Agreement”), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the Board, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the Authority.

Section 53316.2 of the Act provides that a community facilities district may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to this section.

The Executive Director and each other authorized officer of the Authority is hereby authorized and directed to enter into one or more joint community facilities agreements with the City and any other entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Board hereby declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

Section 16. The Executive Director, the Secretary and all other officers and agents of the Authority are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

Section 17. This Resolution shall in no way obligate the Board of the Authority to form the CFD. The formation of the CFD shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 18. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[ROI Establish - CMFA CFD No. 2023-8 (City of Lancaster - Pacific Topaz)]

EXHIBIT A

CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-8 (CITY OF LANCASTER – PACIFIC TOPAZ)

LIST OF AUTHORIZED FACILITIES

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

FEES FINANCING PUBLIC IMPROVEMENTS

Facilities include those financed by development impact fees paid and not otherwise reimbursed, whether City, County, or other local agency fees, including but not limited to the following:

City of Lancaster

- Traffic Signals
- Traffic Facilities
- Drainage Facilities
- Park Facilities – Park Development
- Park Facilities – Admin. Offices
- Corporate Yard Facilities
- Park In Lieu Facilities
- Biological Impact Fee
- Open Space Facilities

Other Local Agencies

- Los Angeles County Sanitation District No. 14

ADMINISTRATIVE AND INCIDENTAL EXPENSES

In addition to the above facilities, other incidental expenses as authorized by the Mello-Roos Community Facilities Act of 1982, include these: the cost of planning, permitting, engineering, and designing the facilities (including the cost of environmental evaluation, orthophotography, and environmental remediation/mitigation); land acquisition and easement payments for authorized CFD facilities; project management; construction staking; engineering studies and preparation of an engineer’s report; utility relocation and demolition costs incidental to construction of the public facilities cost associated with the creation of the CFD and issuance of bonds; determination of the amount of taxes and collection of taxes; payment of taxes; costs otherwise incurred to carry out the authorized purposes of the CFD; reimbursements to other areas for infrastructure facilities or planning purposes serving development in the CFD; and any other expenses incidental to the construction, completion, and inspection of the facilities.

In addition, the CFD shall fund the direct and indirect expenses incurred by the California Municipal Finance Authority ("CMFA") and/or the City in carrying out its duties with respect to the CFD including, but not limited to:

1. The levy and collection of the special taxes.
2. The fees and expenses of attorneys and consultants.
3. Any fees related to the collection of special taxes.
4. An allocable share of the salaries and benefits of any CMFA and City staff, or consultant fees, directly related thereto and a proportionate amount of CMFA's and the City's general administrative overhead related thereto.
5. Any amounts paid by CMFA and the City with respect to the CFD.
6. Expenses incurred in undertaking action to foreclose on properties for which the payment of special taxes is delinquent.
7. Administrative fees of CMFA and the City and the bond trustee or fiscal agent related to the CFD and the bonds issued by or for the CFD.
8. Costs related to the formation of the CFD.
9. Reimbursement of costs related to the formation of the CFD advanced by CMFA and the City, the landowner(s) in the CFD or any party related to any of the foregoing, as well as reimbursement of any costs advanced by CMFA and the City, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.
10. Costs related to the issuance of bonds by or for the CFD, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, fees and expenses of bond counsel, disclosure counsel, special tax consultant, municipal advisor and appraiser, bond remarketing costs, and all other incidental expenses.
11. All other costs and expenses of CMFA or the City in any way related to the CFD.

EXHIBIT B

CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-8
(CITY OF LANCASTER – PACIFIC TOPAZ)

RATE AND METHOD OF APPORTIONMENT

See attached.

EXHIBIT C

FORM OF

NOTICE OF PUBLIC HEARING ON PROPOSED
CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-8
(CITY OF LANCASTER – PACIFIC TOPAZ)

The Board of Directors (“Board”) of the California Municipal Finance Authority is considering the formation of a community facilities district (the “CFD”) under the authority of the Mello-Roos Community Facilities Act of 1982, as amended, to fund certain public facilities related to new development within the City of Lancaster, and to incur bonded indebtedness of the CFD. This Notice contains a brief summary of the proposal, but you are referred to the Board’s Resolution of Intention (Resolution No. 23-____, adopted June 23, 2023) and its Resolution of Intention to Incur Bonded Indebtedness (Resolution No. 23-____, adopted June 23, 2023) for details of the proposal. The proposal is to subject the property within the CFD to a special tax which will be used to pay for authorized facilities for the CFD, including paying principal and interest on bonds used to pay for authorized facilities. The proceeds of the bonds will be used to pay for the facilities and other expenses set forth in the resolutions referred to above. A map showing the land proposed to be included in the CFD is on file with the Board.

As set forth below, the Board will hold a public hearing on the establishment of the CFD, the facilities to be financed by the CFD, and the levy of the special tax within the CFD. The proposal also includes authority to issue up to \$7,790,000 in bonds for the CFD, to be repaid by the special tax levied in the CFD. Neither the Board nor any person outside the CFD has any liability for the special tax or the bonds. The security for the bonds issued for the CFD is limited to the property subject to the special tax within the CFD. In order to confer the authority upon the Board to levy the special tax and to issue the bonds, a public hearing must be held on the proposal, then the Board will decide whether to form the CFD, and finally the qualified electors within the CFD must approve the proposal by a two-thirds vote. Where the CFD is uninhabited (as is the case here) the qualified electors are, pursuant to law, the owners of property within the CFD.

This is the notice of the public hearing. The public hearing will be held during the Board meeting on Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805. At the hearing, the testimony of all interested persons or potential special taxpayers for or against the formation of the CFD, the authorization to levy the special tax within the CFD, and the authorization to issue the bonds for the will be heard. If written protests against the proposed CFD are delivered to the Board at or before the time set for the hearing by either registered voters residing within, or the owners of property within, the proposed CFD, they will be counted toward a possible majority protest. Such protests by a majority of the registered voters residing within the CFD or by the owners of a majority of the land area within the CFD which is or will be subject to the special tax, if not withdrawn prior to the close of the hearing so as to reduce the value of the protests to less than a majority, will require the proposed CFD to be eliminated from immediate consideration, and prevent its being included in a subsequent proceedings for at least one year. If the Board, after the public hearing, determines that a majority protest under Section 53324 of the California Government Code was not made at the hearing, the Board may conduct an election by mailed ballot to levy a special tax within the CFD.

A request for disability-related modification or accommodation, including auxiliary aids or services, may be made by any person with a disability who requires a modification or accommodation in order to participate in the public hearing by contacting Kirsten Borgquist, Analyst/Administrator, (760) 502-0050, kborgquist@cmfa-ca.com, 2111 Palomar Airport Rd, Suite 320, Carlsbad, CA 92011.

RESOLUTION NO. 23-178

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS INTENTION TO ESTABLISH THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-9 (CITY
OF ROSEVILLE – VERRADO II) AND TO LEVY A SPECIAL TAX THEREIN TO
FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC
FACILITIES AND DEVELOPMENT IMPACT FEES FOR SUCH COMMUNITY
FACILITIES DISTRICT**

WHEREAS, the City of Roseville (the “City”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for public facilities related to development projects within the boundaries of the City; and

WHEREAS, staff of the Authority has approved an application for participation in the BOLD program from owners of land proposed for development in the City, and in connection therewith has requested the Board of Directors (the “Board”) of the Authority to establish a community facilities district having a boundary within the City; and

WHEREAS, the Board has duly considered the advisability and necessity of establishing a community facilities district within the boundaries of the City and levying a special tax therein to finance the acquisition and construction of authorized public facilities and/or reimbursement of eligible development impact fees under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”); and

WHEREAS, the Board has determined that the establishment of such community facilities district is consistent with and follows the local goals and policies concerning the use of the Act that have been adopted by the Board and are now in effect; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. It is the intention of the Board to, and the Board hereby proposes to, establish the community facilities district under and pursuant to the terms and provisions of the Act to finance costs of public infrastructure necessary or incidental to new development in the City, which may include the costs of infrastructure financed by fees related to such new development.

Section 3. The proposed name for the community facilities district is “California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II)” (the “CFD”).

Section 4. The proposed boundary of the CFD is as shown on the map on file with the Secretary, which boundary is hereby preliminarily approved and to which map reference is hereby made for further particulars. The Secretary is hereby directed to record, or cause to be recorded,

the map of the boundaries of the CFD in the office of the Placer County Recorder within 15 days of the date of adoption of this Resolution. The Board finds that the map is in the form and contains the matters prescribed by Section 3110 of the California Streets and Highways Code.

Section 5. The type of public facilities and/or development impact fees proposed to be financed in whole or in part by the CFD pursuant to the Act shall consist of those listed as authorized facilities and development impact fees for facilities on Exhibit A hereto and hereby incorporated herein (the "Facilities"). The Board hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the CFD. The financing of the costs of Facilities may include, without limitation, the payment of principal of and interest on bonds together with all direct, indirect periodic, and/or other related costs (including, without limitation, costs of administering the CFD, levying the Special Tax, as defined below, and administering the bonds, and establishing and replenishing reserve funds).

The Board hereby finds and determines that Section 53329.5(a) of the Act relating to calling for bids for construction of the Facilities are inapplicable to the CFD in that the City will acquire but not construct the Facilities. To that end, the City may enter into one or more contracts directly with any owner or developer of land within the CFD for acquisition of Facilities.

Section 6. It is the intention of the Board that, except where funds are otherwise available, a special tax (the "Special Tax") sufficient to finance the acquisition and construction of and the payment of the fees for the Facilities, including the payment of interest on and principal of bonds to be issued to finance such acquisition and construction and payment and including the repayment of funds advanced by the Authority for the CFD and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost of work in-kind provided by any person for the CFD, which Special Tax shall be secured by recordation of a continuing lien against all nonexempt real property in the CFD, will be annually levied by the Board within the boundaries of the CFD, and for particulars as to the rate, method of apportionment and manner of collection of such Special Tax reference is made to Exhibit B (the "Rate and Method"), attached hereto and incorporated herein and made a part hereof. The Rate and Method sets forth the rate, method of apportionment and manner of collection of the Special Tax proposed to be levied in the CFD in sufficient detail to allow each landowner or resident within the CFD to estimate the maximum amount that such person will have to pay to finance the acquisition and construction of and the payment of the fees for the Facilities, and which specifies the conditions under which the obligation to pay the Special Tax may be prepaid and permanently satisfied as provided therein.

The Special Tax to finance Facilities to be levied in the CFD shall not be levied in the CFD after the fiscal year specified in the Rate and Method, except that a Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Special Tax levied against any parcel in the CFD used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within the CFD by more than 10 percent.

This Board hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to ad valorem property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

Section 7. Except as may otherwise be provided by law or by the Rate and Method, all lands owned by any public entity, including the United States, the State of California and/or the

City, or any departments or political subdivisions thereof, shall be omitted from the levy of the Special Tax to be made to cover the costs and expenses of the Facilities or the CFD. In the event that a portion of the property within the CFD become for any reason exempt, wholly or in part, from the levy of the Special Tax, this Board will, on behalf of the CFD, increase the levy to the extent necessary upon the remaining property within the CFD which is not exempt in order to yield the required debt service payments and other annual expenses of the CFD, if any, subject to the provisions of the Rate and Method.

It is the intention of the Board, pursuant to Section 53317.3 of the Government Code of the State of California, to continue to levy the Special Tax on property (that is not otherwise exempt from the Special Tax) that is acquired by a public entity through a negotiated transaction, or by gift or devise.

It is the intention of the Board, pursuant to Section 53340.1 of the Government Code of the State of California, to levy the Special Tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the Special Tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 8. The Board intends that the Special Tax will be collected through the regular secured property-tax bills of the County of Placer and will be subject to the same enforcement mechanism, and the same penalties and interest for late payment, as regular ad valorem property taxes, but the Board reserves the right to use any other lawful means of billing, collecting, and enforcing the Special Tax, including direct billing, supplemental billing, and, when lawfully available, judicial foreclosure of the Special Tax lien.

It is the intention of the Board, pursuant to Section 53317.5 of the Government Code of the State of California, to treat the obligation to pay the Special Tax levied against property that is acquired by a public entity through eminent domain proceedings as if it were a special annual assessment.

Section 9. It is the intention of the Board, pursuant to Section 53325.7 of the Government Code of the State of California, to establish an appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for the CFD.

Section 10. The levy of the Special Tax within the CFD shall be subject to the approval of the qualified electors within the CFD at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the CFD, with each owner having one vote for each acre or portion of an acre such owner owns in the CFD not exempt from the respective Special Tax.

Section 11. It is the intention of this Board, acting as the legislative body of the CFD, to cause bonds of the Authority and other debt (as defined in the Act) to be issued for the CFD pursuant to the Act to finance in whole or in part the construction and/or acquisition of the Facilities. The bonds and other debt shall be issued in such series and bear interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of each series of bonds and other debt, and shall mature not to exceed 40 years from the date of the issuance thereof.

This Board reserves to itself the right and authority to allow any interested owner of property in the CFD, subject to the provisions of Section 53344.1 of the California Government

Code and such requirements as it may otherwise impose, and any applicable prepayment penalties as prescribed in the indenture or fiscal agent agreement for any bonds of the Authority for the CFD, to tender to the Executive Director of the Authority or person in an equivalent position in full payment or part payment of any installment of Special Taxes or the interest or penalties thereon which may be due or delinquent, but for which a bill has been received, any bond or other obligation secured thereby, in the manner described in Section 53344.1 of the California Government Code.

Section 12. The Executive Director of the Authority is hereby directed to study said proposed Facilities and to make, or cause to be made, and file with the Secretary a report in writing (the "CFD Report"), presenting the following:

(a) A description of the Facilities by type which will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Facilities including the cost of acquisition of lands, rights-of-way and easements, any physical facilities required in conjunction therewith and incidental expenses in connection therewith, including the costs of the proposed bond financing and other debt and all other related costs as provided in Section 53345.3 of the Act.

The CFD Report shall be made a part of the record of the public hearing specified below.

Section 13. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at the regular meeting place of the Board, 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, is hereby appointed and fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the establishment of the CFD and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD and the levy of the Special Tax within the CFD.

Section 14. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD. The publication shall be completed at least seven days before the date of the public hearing specified above, and the notice shall be substantially in the form specified in Section 53322 of the Act, with the form summarizing the provisions hereof hereby specifically approved and is substantially in the form attached as Exhibit C hereto.

Any protests to the proposals in this resolution may be made orally or in writing by any interested persons or taxpayers, except that any protests pertaining to the regularity or sufficiency of these proceedings must be in writing and clearly set forth the irregularities and defects to which objection is made. The Board may waive any irregularities in the form or content of any written protest and at the public hearing may correct minor defects in the proceedings. All written protests not presented in person by the protester at the public hearing must be filed with the Secretary at or before the time fixed for the public hearing in order to be received and considered. Any written protest may be withdrawn in writing at any time before the conclusion of the public hearing.

The public hearing may be continued from time to time but must be completed within 30 days. If, however, the Board finds that the complexity of the CFD or the need for public participation requires additional time, then the public hearing may be continued from time to time for not more than six months.

Section 15. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the Authority may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the Board may enter into an agreement (an “Acquisition Agreement”), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the Board, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the Authority.

Section 53316.2 of the Act provides that a community facilities district may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to this section.

The Executive Director and each other authorized officer of the Authority is hereby authorized and directed to enter into one or more joint community facilities agreements with the City and any other entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Board hereby declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

Section 16. The Executive Director, the Secretary and all other officers and agents of the Authority are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

Section 17. This Resolution shall in no way obligate the Board of the Authority to form the CFD. The formation of the CFD shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 18. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[ROI Establish - CMFA CFD No. 2023-9 (City of Roseville - Verrado II)]

RESOLUTION NO. 23-179

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DECLARING ITS INTENTION TO ESTABLISH THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-10 (COUNTY OF SACRAMENTO – THE PASEOS AT CARMICHAEL) AND TO LEVY A SPECIAL TAX THEREIN TO FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC FACILITIES AND DEVELOPMENT IMPACT FEES FOR SUCH COMMUNITY FACILITIES DISTRICT

WHEREAS, the County of Sacramento (the “County”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for public facilities related to development projects within the boundaries of the County; and

WHEREAS, staff of the Authority has approved an application for participation in the BOLD program from owners of land proposed for development in the County, and in connection therewith has requested the Board of Directors (the “Board”) of the Authority to establish a community facilities district having a boundary within the County; and

WHEREAS, the Board has duly considered the advisability and necessity of establishing a community facilities district within the boundaries of the County and levying a special tax therein to finance the acquisition and construction of authorized public facilities and/or reimbursement of eligible development impact fees under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”); and

WHEREAS, the Board has determined that the establishment of such community facilities district is consistent with and follows the local goals and policies concerning the use of the Act that have been adopted by the Board and are now in effect; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. It is the intention of the Board to, and the Board hereby proposes to, establish the community facilities district under and pursuant to the terms and provisions of the Act to finance costs of public infrastructure necessary or incidental to new development in the County, which may include the payment of fees related to such new development.

Section 3. The proposed name for the community facilities district is “California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael)” (the “CFD”).

Section 4. The proposed boundary of the CFD is as shown on the map on file with the Secretary, which boundary is hereby preliminarily approved and to which map reference is hereby made for further particulars. The Secretary is hereby directed to record, or cause to be recorded,

the map of the boundaries of the CFD in the office of the Sacramento County Recorder within 15 days of the date of adoption of this Resolution. The Board finds that the map is in the form and contains the matters prescribed by Section 3110 of the California Streets and Highways Code.

Section 5. The type of public facilities and/or development impact fees proposed to be financed in whole or in part by the CFD pursuant to the Act shall consist of those listed as authorized facilities and development impact fees for facilities on Exhibit A hereto and hereby incorporated herein (the "Facilities"). The Board hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the CFD. The financing of the costs of Facilities may include, without limitation, the payment of principal of and interest on bonds together with all direct, indirect periodic, and/or other related costs (including, without limitation, costs of administering the CFD, levying the Special Tax, as defined below, and administering the bonds, and establishing and replenishing reserve funds).

The Board hereby finds and determines that Section 53329.5(a) of the Act relating to calling for bids for construction of the Facilities are inapplicable to the CFD in that the County will acquire but not construct the Facilities. To that end, the County may enter into one or more contracts directly with any owner or developer of land within the CFD for acquisition of Facilities.

Section 6. It is the intention of the Board that, except where funds are otherwise available, a special tax (the "Special Tax") sufficient to finance the acquisition and construction of and the payment of the fees for the Facilities, including the payment of interest on and principal of bonds to be issued to finance such acquisition and construction and payment and including the repayment of funds advanced by the Authority for the CFD and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost of work in-kind provided by any person for the CFD, which Special Tax shall be secured by recordation of a continuing lien against all nonexempt real property in the CFD, will be annually levied by the Board within the boundaries of the CFD, and for particulars as to the rate, method of apportionment and manner of collection of such Special Tax reference is made to Exhibit B (the "Rate and Method"), attached hereto and incorporated herein and made a part hereof. The Rate and Method sets forth the rate, method of apportionment and manner of collection of the Special Tax proposed to be levied in the CFD in sufficient detail to allow each landowner or resident within the CFD to estimate the maximum amount that such person will have to pay to finance the acquisition and construction of and the payment of the fees for the Facilities, and which specifies the conditions under which the obligation to pay the Special Tax may be prepaid and permanently satisfied as provided therein.

The Special Tax to finance Facilities to be levied in the CFD shall not be levied in the CFD after the fiscal year specified in the Rate and Method, except that a Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Special Tax levied against any parcel in the CFD used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within the CFD by more than 10 percent.

This Board hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to ad valorem property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

Section 7. Except as may otherwise be provided by law or by the Rate and Method, all lands owned by any public entity, including the United States, the State of California and/or the

County, or any departments or political subdivisions thereof, shall be omitted from the levy of the Special Tax to be made to cover the costs and expenses of the Facilities or the CFD. In the event that a portion of the property within the CFD become for any reason exempt, wholly or in part, from the levy of the Special Tax, this Board will, on behalf of the CFD, increase the levy to the extent necessary upon the remaining property within the CFD which is not exempt in order to yield the required debt service payments and other annual expenses of the CFD, if any, subject to the provisions of the Rate and Method.

It is the intention of the Board, pursuant to Section 53317.3 of the Government Code of the State of California, to continue to levy the Special Tax on property (that is not otherwise exempt from the Special Tax) that is acquired by a public entity through a negotiated transaction, or by gift or devise.

It is the intention of the Board, pursuant to Section 53340.1 of the Government Code of the State of California, to levy the Special Tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the Special Tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 8. The Board intends that the Special Tax will be collected through the regular secured property-tax bills of the County of Sacramento and will be subject to the same enforcement mechanism, and the same penalties and interest for late payment, as regular ad valorem property taxes, but the Board reserves the right to use any other lawful means of billing, collecting, and enforcing the Special Tax, including direct billing, supplemental billing, and, when lawfully available, judicial foreclosure of the Special Tax lien.

It is the intention of the Board, pursuant to Section 53317.5 of the Government Code of the State of California, to treat the obligation to pay the Special Tax levied against property that is acquired by a public entity through eminent domain proceedings as if it were a special annual assessment.

Section 9. It is the intention of the Board, pursuant to Section 53325.7 of the Government Code of the State of California, to establish an appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for the CFD.

Section 10. The levy of the Special Tax within the CFD shall be subject to the approval of the qualified electors within the CFD at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the CFD, with each owner having one vote for each acre or portion of an acre such owner owns in the CFD not exempt from the respective Special Tax.

Section 11. It is the intention of this Board, acting as the legislative body of the CFD, to cause bonds of the Authority and other debt (as defined in the Act) to be issued for the CFD pursuant to the Act to finance in whole or in part the construction and/or acquisition of the Facilities. The bonds and other debt shall be issued in such series and bear interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of each series of bonds and other debt, and shall mature not to exceed 40 years from the date of the issuance thereof.

This Board reserves to itself the right and authority to allow any interested owner of property in the CFD, subject to the provisions of Section 53344.1 of the California Government

Code and such requirements as it may otherwise impose, and any applicable prepayment penalties as prescribed in the indenture or fiscal agent agreement for any bonds of the Authority for the CFD, to tender to the Executive Director of the Authority or person in an equivalent position in full payment or part payment of any installment of Special Taxes or the interest or penalties thereon which may be due or delinquent, but for which a bill has been received, any bond or other obligation secured thereby, in the manner described in Section 53344.1 of the California Government Code.

Section 12. The Executive Director of the Authority is hereby directed to study said proposed Facilities and to make, or cause to be made, and file with the Secretary a report in writing (the "CFD Report"), presenting the following:

(a) A description of the Facilities by type which will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Facilities including the cost of acquisition of lands, rights-of-way and easements, any physical facilities required in conjunction therewith and incidental expenses in connection therewith, including the costs of the proposed bond financing and other debt and all other related costs as provided in Section 53345.3 of the Act.

The CFD Report shall be made a part of the record of the public hearing specified below.

Section 13. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at the regular meeting place of the Board, 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, is hereby appointed and fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the establishment of the CFD and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD and the levy of the Special Tax within the CFD.

Section 14. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD. The publication shall be completed at least seven days before the date of the public hearing specified above, and the notice shall be substantially in the form specified in Section 53322 of the Act, with the form summarizing the provisions hereof hereby specifically approved and is substantially in the form attached as Exhibit C hereto.

Any protests to the proposals in this resolution may be made orally or in writing by any interested persons or taxpayers, except that any protests pertaining to the regularity or sufficiency of these proceedings must be in writing and clearly set forth the irregularities and defects to which objection is made. The Board may waive any irregularities in the form or content of any written protest and at the public hearing may correct minor defects in the proceedings. All written protests not presented in person by the protester at the public hearing must be filed with the Secretary at or before the time fixed for the public hearing in order to be received and considered. Any written protest may be withdrawn in writing at any time before the conclusion of the public hearing.

The public hearing may be continued from time to time but must be completed within 30 days. If, however, the Board finds that the complexity of the CFD or the need for public participation requires additional time, then the public hearing may be continued from time to time for not more than six months.

Section 15. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the Authority may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the Board may enter into an agreement (an “Acquisition Agreement”), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the Board, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the Authority.

Section 53316.2 of the Act provides that a community facilities district may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to this section.

The Executive Director and each other authorized officer of the Authority is hereby authorized and directed to enter into one or more joint community facilities agreements with the any entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Board hereby declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

Section 16. The Executive Director, the Secretary and all other officers and agents of the Authority are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

Section 17. This Resolution shall in no way obligate the Board of the Authority to form the CFD. The formation of the CFD shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 18. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[ROI Establish - CMFA CFD No. 2023-10
(County of Sacramento – The Paseos at Carmichael)]

EXHIBIT A

CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-10 (COUNTY OF SACRAMENTO – THE PASEOS AT CARMICHAEL)

LIST OF AUTHORIZED FACILITIES

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

FACILITIES

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

PUBLIC FACILITIES FINANCED THROUGH DEVELOPMENT IMPACT FEES

Authorized facilities include any facilities authorized by the Mello-Roos Community Facilities Act of 1982 (the “Act”) that are financed in whole or in part by development impact fees, whether County or other local agency fees levied in connection with development of the property. The authorized facilities include, but are not limited to, facilities authorized by the Act to be funded by fees levied by the following agencies:

- County of Sacramento, including Sacramento County Transportation Development Fee
- Sacramento Area Sewer District
- Sacramento Regional County Sanitation District

ADMINISTRATIVE AND INCIDENTAL EXPENSES

In addition to the above facilities, other incidental expenses as authorized by the Act include these: the cost of planning, permitting, engineering, and designing the facilities (including the cost of environmental evaluation, orthophotography, and environmental remediation/mitigation); land acquisition and easement payments for authorized CFD facilities; project management; construction staking; engineering studies and preparation of an engineer’s report; utility relocation and demolition costs incidental to construction of the public facilities cost associated with the creation of the CFD and issuance of bonds; determination of the amount of taxes and collection of taxes; payment of taxes; costs otherwise incurred to carry out the authorized purposes of the CFD; reimbursements to other areas for infrastructure facilities or planning purposes serving development in the CFD; and any other expenses incidental to the construction, completion, and inspection of the facilities.

In addition, the CFD shall fund the direct and indirect expenses incurred by the California Municipal Finance Authority ("CMFA"), the County and/or any other local agency in carrying out its duties with respect to the CFD and/or any authorized facility, including, but not limited to:

1. The levy and collection of the special taxes.
2. The fees and expenses of attorneys and consultants.
3. Any fees related to the collection of special taxes.
4. An allocable share of the salaries and benefits of any CMFA and County staff, or consultant fees, directly related thereto and a proportionate amount of CMFA's and the County's general administrative overhead related thereto.
5. Any amounts paid by CMFA and the County with respect to the CFD.
6. Expenses incurred in undertaking action to foreclose on properties for which the payment of special taxes is delinquent.
7. Administrative fees of CMFA and the County and the bond trustee or fiscal agent related to the CFD and the bonds issued by or for the CFD.
8. Costs related to the formation of the CFD.
9. Reimbursement of costs related to the formation of the CFD advanced by CMFA and the County, the landowner(s) in the CFD or any party related to any of the foregoing, as well as reimbursement of any costs advanced by CMFA and the County, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.
10. Costs related to the issuance of bonds by or for the CFD, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, fees and expenses of bond counsel, disclosure counsel, special tax consultant, municipal advisor and appraiser, bond remarketing costs, and all other incidental expenses.
11. All other costs and expenses of CMFA or the County in any way related to the CFD.

EXHIBIT B

CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-10
(COUNTY OF SACRAMENTO – THE PASEOS AT CARMICHAEL)

RATE AND METHOD OF APPORTIONMENT

See attached.

EXHIBIT C

FORM OF

NOTICE OF PUBLIC HEARING ON PROPOSED
CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-10
(COUNTY OF SACRAMENTO – THE PASEOS AT CARMICHAEL)

The Board of Directors (“Board”) of the California Municipal Finance Authority is considering the formation of a community facilities district (the “CFD”) under the authority of the Mello-Roos Community Facilities Act of 1982, as amended, to fund certain public facilities and public services related to new development within the County of Sacramento, and to incur bonded indebtedness of the CFD. This Notice contains a brief summary of the proposal, but you are referred to the Board’s Resolution of Intention (Resolution No. 23-____, adopted June 23, 2023) and its Resolution of Intention to Incur Bonded Indebtedness (Resolution No. 23-____, adopted June 23, 2023) for details of the proposal. The proposal is to subject the property within the CFD to a special tax which will be used to pay for authorized facilities within the CFD, including paying principal and interest on bonds used to build facilities. The proceeds of the bonds will be used to pay for the facilities and other expenses set forth in the resolutions referred to in the preceding paragraph. A map showing the land proposed to be included in the CFD is on file with the Board.

As set forth below, the Board will hold a public hearing on the establishment of the CFD, the facilities to be financed by the CFD, and the levy of the special tax within the CFD. The proposal also includes authority to issue up to \$2,800,000 in bonds for the CFD (excluding refunding bonds), to be repaid by the special tax levied in the CFD. Neither the Board nor any person outside the CFD has any liability for the special tax or the bonds. The security for the bonds issued for the CFD is limited to the property subject to the special tax within the CFD. In order to confer the authority upon the Board to levy the special tax and to issue the bonds, a public hearing must be held on the proposal, then the Board will decide whether to form the CFD, and finally the qualified electors within the CFD must approve the proposal by a two-thirds vote. Where the CFD is uninhabited (as is the case here) the qualified electors are, pursuant to law, the owners of property within the CFD.

This is the notice of the public hearing. The public hearing will be held during the Board meeting on Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805. At the hearing, the testimony of all interested persons or potential special taxpayers for or against the formation of the CFD, the authorization to levy the special tax within the CFD, and the authorization to issue the bonds for the will be heard. If written protests against the proposed CFD are delivered to the Board at or before the time set for the hearing by either registered voters residing within, or the owners of property within, the proposed CFD, they will be counted toward a possible majority protest. Such protests by a majority of the registered voters residing within the CFD or by the owners of a majority of the land area within the CFD which is or will be subject to the special tax, if not withdrawn prior to the close of the hearing so as to reduce the value of the protests to less than a majority, will require the proposed CFD to be eliminated from immediate consideration, and prevent its being included in a subsequent proceedings for at least one year. If the Board, after the public hearing, determines that a majority protest under Section 53324 of the California Government Code was not made at the hearing, the Board may conduct an election by mailed ballot to levy a special tax within the CFD.

A request for disability-related modification or accommodation, including auxiliary aids or services, may be made by any person with a disability who requires a modification or accommodation in order to participate in the public hearing by contacting Kirsten Borgquist, Analyst/Administrator, (760) 502-0050, kborgquist@cmfa-ca.com, 2111 Palomar Airport Rd, Suite 320, Carlsbad, CA 92011.

RESOLUTION NO. 23-180

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DECLARING ITS INTENTION TO ESTABLISH THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-12 (NCLUSD – MATTOS RANCH) AND TO LEVY A SPECIAL TAX THEREIN TO FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC FACILITIES AND DEVELOPMENT IMPACT FEES FOR SUCH COMMUNITY FACILITIES DISTRICT

WHEREAS, the Newman-Crows Landing Unified School District (the “District” or “NCLUSD”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for public facilities related to development projects within the boundaries of the District; and

WHEREAS, staff of the Authority has approved an application for participation in the BOLD program from an owner of land proposed for development in the District, and in connection therewith has requested the Board of Directors (the “Board”) of the Authority to establish a community facilities district having a boundary within the District; and

WHEREAS, the Board has duly considered the advisability and necessity of establishing a community facilities district within the boundaries of the District and levying a special tax therein to finance impact fees to for the acquisition and construction of authorized public facilities and/or reimbursement of eligible development under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”); and

WHEREAS, the Board has determined that the establishment of such community facilities district is consistent with and follows the local goals and policies concerning the use of the Act that have been adopted by the Board and are now in effect; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. It is the intention of the Board to, and the Board hereby proposes to, establish the community facilities district under and pursuant to the terms and provisions of the Act to finance costs of public infrastructure necessary or incidental to new development in the District, which may include the costs of infrastructure financed by fees related to such new development.

Section 3. The proposed name for the community facilities district is “California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch)” (the “CFD”).

Section 4. The proposed boundary of the CFD is as shown on the map on file with the Secretary, which boundary is hereby preliminarily approved and to which map reference is hereby

made for further particulars. The Secretary is hereby directed to record, or cause to be recorded, the map of the boundaries of the CFD in the office of the Stanislaus County Recorder within 15 days of the date of adoption of this Resolution. The Board finds that the map is in the form and contains the matters prescribed by Section 3110 of the California Streets and Highways Code.

Section 5. The type of public facilities and/or development impact fees proposed to be financed in whole or in part by the CFD pursuant to the Act shall consist of those listed as authorized facilities, including those facilities to the extent paid by development impact fees for facilities, on Exhibit A hereto and hereby incorporated herein (the "Facilities"). The Board hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the CFD. The financing of the costs of Facilities may include, without limitation, the payment of principal of and interest on bonds together with all direct, indirect periodic, and/or other related costs (including, without limitation, costs of administering the CFD, levying the Special Tax and administering the bonds, and establishing and replenishing reserve funds).

The Board hereby finds and determines that Section 53329.5(a) of the Act relating to calling for bids for construction of the Facilities are inapplicable to the CFD. However, local agencies may enter into one or more contracts directly with any owner or developer of land within the CFD for acquisition of Facilities.

Section 6. It is the intention of the Board that, except where funds are otherwise available, a special tax (the "Special Tax") sufficient to finance the acquisition and construction of and the payment of the fees for the Facilities, including the payment of interest on and principal of bonds to be issued to finance such acquisition and construction and payment and including the repayment of funds advanced by the Authority for the CFD and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost of work in-kind provided by any person for the CFD, which special tax shall be secured by recordation of a continuing lien against all nonexempt real property in the CFD, will be annually levied by the Board within the boundaries of the CFD, and for particulars as to the rate, method of apportionment and manner of collection of such special tax reference is made to Exhibit B (the "Rate and Method"), attached hereto and incorporated herein and made a part hereof. The Rate and Method sets forth the rate, method of apportionment and manner of collection of the special tax proposed to be levied in the CFD in sufficient detail to allow each landowner or resident within the CFD to estimate the maximum amount that such person will have to pay to finance the acquisition and construction of, and the payment of the fees for, the Facilities, and which specifies the conditions under which the obligation to pay the special tax may be prepaid and permanently satisfied as provided therein.

The Special Tax to finance Facilities to be levied in the CFD shall not be levied in the CFD after the fiscal year specified in the Rate and Method, except that a Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Special Tax levied against any parcel in the CFD used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within the CFD by more than 10 percent.

This Board hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to ad valorem property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

Section 7. Except as may otherwise be provided by law or by the Rate and Method, all lands owned by any public entity, including the United States, the State of California, the County of Stanislaus, the City of Newman (the "City") and/or the District, or any departments or political subdivisions thereof, shall be omitted from the levy of the Special Tax to be made to cover the costs and expenses of the Facilities or the CFD. In the event that a portion of the property within the CFD become for any reason exempt, wholly or in part, from the levy of the Special Tax, this Board will, on behalf of the CFD, increase the levy to the extent necessary upon the remaining property within the CFD which is not exempt in order to yield the required debt service payments and other annual expenses of the CFD, if any, subject to the provisions of the Rate and Method.

It is the intention of the Board, pursuant to Section 53317.3 of the Government Code of the State of California, to continue to levy the special tax on property (that is not otherwise exempt from the special tax) that is acquired by a public entity through a negotiated transaction, or by gift or devise.

It is the intention of the Board, pursuant to Section 53340.1 of the Government Code of the State of California, to levy the special tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the special tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 8. The Board intends that the Special Tax will be collected through the regular secured property-tax bills of the County of Stanislaus and will be subject to the same enforcement mechanism, and the same penalties and interest for late payment, as regular ad valorem property taxes. But the Board reserves the right to use any other lawful means of billing, collecting, and enforcing the Special Tax, including direct billing, supplemental billing, and, when lawfully available, judicial foreclosure of the special tax lien.

It is the intention of the Board, pursuant to Section 53317.5 of the Government Code of the State of California, to treat the obligation to pay the special tax levied against property that is acquired by a public entity through eminent domain proceedings as if it were a special annual assessment.

Section 9. It is the intention of the Board, pursuant to Section 53325.7 of the Government Code of the State of California, to establish an appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for the CFD.

Section 10. The levy of the Special Tax within the CFD shall be subject to the approval of the qualified electors within the CFD at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the CFD, with each owner having one vote for each acre or portion of an acre such owner owns in the CFD not exempt from the respective Special Tax.

Section 11. It is the intention of this Board, acting as the legislative body of the CFD, to cause bonds of the Authority and other debt (as defined in the Act) to be issued for the CFD pursuant to the Act to finance in whole or in part the construction and/or acquisition of the Facilities. The bonds and other debt shall be issued in such series and bear interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of each series of bonds and other debt, and shall mature not to exceed 40 years from the date of the issuance thereof.

This Board reserves to itself the right and authority to allow any interested owner of property in the CFD, subject to the provisions of Section 53344.1 of the California Government Code and such requirements as it may otherwise impose, and any applicable prepayment penalties as prescribed in the indenture or fiscal agent agreement for any bonds of the Authority for the CFD, to tender to the Executive Director of the Authority or person in an equivalent position in full payment or part payment of any installment of special taxes or the interest or penalties thereon which may be due or delinquent, but for which a bill has been received, any bond or other obligation secured thereby, in the manner described in Section 53344.1 of the California Government Code.

Section 12. The Executive Director of the Authority is hereby directed to study said proposed Facilities and to make, or cause to be made, and file with the Secretary a report in writing (the "CFD Report"), presenting the following:

(a) A description of the Facilities by type which will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Facilities including the cost of acquisition of lands, rights-of-way and easements, any physical facilities required in conjunction therewith and incidental expenses in connection therewith, including the costs of the proposed bond financing and other debt and all other related costs as provided in Section 53345.3 of the Act.

The CFD Report shall be made a part of the record of the public hearing specified below.

Section 13. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at the regular meeting place of the Board, 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, is hereby appointed and fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the establishment of the CFD and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD and the levy of the Special Tax within the CFD.

Section 14. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD. The publication shall be completed at least seven days before the date of the public hearing specified above, and the notice shall be substantially in the form specified in Section 53322 of the Act, with the form summarizing the provisions hereof hereby specifically approved and is substantially in the form attached as Exhibit C hereto.

Any protests to the proposals in this resolution may be made orally or in writing by any interested persons or taxpayers, except that any protests pertaining to the regularity or sufficiency of these proceedings must be in writing and clearly set forth the irregularities and defects to which objection is made. The Board may waive any irregularities in the form or content of any written protest and at the public hearing may correct minor defects in the proceedings. All written protests not presented in person by the protester at the public hearing must be filed with the Secretary at or before the time fixed for the public hearing in order to be received and considered. Any written protest may be withdrawn in writing at any time before the conclusion of the public hearing.

The public hearing may be continued from time to time but must be completed within 30 days. If, however, the Board finds that the complexity of the CFD or the need for public

participation requires additional time, then the public hearing may be continued from time to time for not more than six months.

Section 15. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the Authority may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the Board may enter into an agreement (an "Acquisition Agreement"), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the Board, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the Authority.

Section 53316.2 of the Act provides that a community facilities district may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to this section.

The Executive Director and each other authorized officer of the Authority is hereby authorized and directed to enter into one or more joint community facilities agreements with the City, the District and any other entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Board hereby finds and declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

Section 16. The Executive Director, the Secretary and all other officers and agents of the Authority are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

Section 17. This Resolution shall in no way obligate the Board of the Authority to form the CFD. The formation of the CFD shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 18. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

EXHIBIT A

CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-12 (NCLUSD – MATTOS RANCH)

LIST OF AUTHORIZED FACILITIES

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch) (the “CFD”) for the Newman-Crows Landing Unified School District include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

FACILITIES

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, school facilities.

FEES FINANCING PUBLIC IMPROVEMENTS

Authorized facilities include development impact fees and/or mitigation payments paid and not otherwise reimbursed, whether fees and/or mitigation payments of the Newman-Crows Landing Unified School District, Stanislaus County, or any other local agency. The authorized facilities include, but are not limited to, capital facilities funded by the following:

- Newman-Crows Landing Unified School District impact fees and/or mitigation payments
- Stanislaus County public facility impact fees

ADMINISTRATIVE AND INCIDENTAL EXPENSES

In addition to the above facilities, other incidental expenses as authorized by the Mello-Roos Community Facilities Act of 1982, include these: the cost of planning, permitting, engineering, and designing the facilities (including the cost of environmental evaluation, orthophotography, and environmental remediation/mitigation); land acquisition and easement payments for authorized CFD facilities; project management; construction staking; engineering studies and preparation of an engineer’s report; utility relocation and demolition costs incidental to construction of the public facilities cost associated with the creation of the CFD and issuance of bonds; determination of the amount of taxes and collection of taxes; payment of taxes; costs otherwise incurred to carry out the authorized purposes of the CFD; reimbursements to other areas for infrastructure facilities or planning purposes serving development in the CFD; and any other expenses incidental to the construction, completion, and inspection of the facilities.

In addition, the CFD shall fund the direct and indirect expenses incurred by the California Municipal Finance Authority ("CMFA") or any local agency in carrying out its duties with respect to the CFD including, but not limited to:

1. The levy and collection of the special taxes.
2. The fees and expenses of attorneys and consultants.
3. Any fees related to the collection of special taxes.
4. An allocable share of the salaries and benefits of any CMFA and other agency staff, or consultant fees, directly related thereto and a proportionate amount of CMFA's and any other agency's general administrative overhead related thereto.
5. Any amounts paid by CMFA or any local agency with respect to the CFD.
6. Expenses incurred in undertaking action to foreclose on properties for which the payment of special taxes is delinquent.
7. Administrative fees of CMFA and any local agency and the bond trustee or fiscal agent related to the CFD and the bonds issued by or for the CFD.
8. Costs related to the formation of the CFD.
9. Reimbursement of costs related to the formation of the CFD advanced by CMFA, the landowner(s) in the CFD or any party related to any of the foregoing, as well as reimbursement of any costs advanced by CMFA, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.
10. Costs related to the issuance of bonds by or for the CFD, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, fees and expenses of bond counsel, disclosure counsel, special tax consultant, municipal advisor and appraiser, bond remarketing costs, and all other incidental expenses.
11. All other costs and expenses of CMFA or any other local agency in any way related to the CFD.

EXHIBIT B

CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-12
(NCLUSD – MATTOS RANCH)

RATE AND METHOD OF APPORTIONMENT

See attached.

EXHIBIT C

FORM OF

NOTICE OF PUBLIC HEARING ON PROPOSED
CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-12
(NCLUSD – MATTOS RANCH)

The Board of Directors (“Board”) of the California Municipal Finance Authority is considering the formation of a community facilities district (the “CFD”) under the authority of the Mello-Roos Community Facilities Act of 1982, as amended, to fund certain public facilities related to new development within the Newman-Crows Landing Unified School District, and to incur bonded indebtedness of the CFD. This Notice contains a brief summary of the proposal, but you are referred to the Board’s Resolution of Intention (Resolution No. 23-___, adopted June 23, 2023) and its Resolution of Intention to Incur Bonded Indebtedness (Resolution No. 23-___, adopted June 23, 2023) for details of the proposal. The proposal is to subject the property within the CFD to a special tax which will be used to pay for authorized facilities for the CFD, including paying principal and interest on bonds used to pay for authorized facilities. The proceeds of the bonds will be used to pay for the facilities and other expenses set forth in the resolutions referred to above. A map showing the land proposed to be included in the CFD is on file with the Board.

As set forth below, the Board will hold a public hearing on the establishment of the CFD, the facilities to be financed by the CFD, and the levy of the special tax within the CFD. The proposal also includes authority to issue up to \$2,600,000 in bonds for the CFD, to be repaid by the special tax levied in the CFD. Neither the Board nor any person outside the CFD has any liability for the special tax or the bonds. The security for the bonds issued for the CFD is limited to the property subject to the special tax within the CFD. In order to confer the authority upon the Board to levy the special tax and to issue the bonds, a public hearing must be held on the proposal, then the Board will decide whether to form the CFD, and finally the qualified electors within the CFD must approve the proposal by a two-thirds vote. Where the CFD is uninhabited (as is the case here) the qualified electors are, pursuant to law, the owners of property within the CFD.

This is the notice of the public hearing. The public hearing will be held during the Board meeting on Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805. At the hearing, the testimony of all interested persons or potential special taxpayers for or against the formation of the CFD, the authorization to levy the special tax within the CFD, and the authorization to issue the bonds for the will be heard. If written protests against the proposed CFD are delivered to the Board at or before the time set for the hearing by either registered voters residing within, or the owners of property within, the proposed CFD, they will be counted toward a possible majority protest. Such protests by a majority of the registered voters residing within the CFD or by the owners of a majority of the land area within the CFD which is or will be subject to the special tax, if not withdrawn prior to the close of the hearing so as to reduce the value of the protests to less than a majority, will require the proposed CFD to be eliminated from immediate consideration, and prevent its being included in a subsequent proceedings for at least one year. If the Board, after the public hearing, determines that a majority protest under Section 53324 of the California Government Code was not made at the hearing, the Board may conduct an election by mailed ballot to levy a special tax within the CFD.

A request for disability-related modification or accommodation, including auxiliary aids or services, may be made by any person with a disability who requires a modification or accommodation in order to participate in the public hearing by contacting Kirsten Borgquist, Analyst/Administrator, (760) 502-0050, kborgquist@cmfa-ca.com, 2111 Palomar Airport Road, Suite 320, Carlsbad, CA 92011.

RESOLUTION NO. 23-181

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS INTENTION TO INCUR BONDED INDEBTEDNESS IN AN
AMOUNT NOT TO EXCEED \$7,790,000 FOR THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-8
(CITY OF LANCASTER – PACIFIC TOPAZ) TO FINANCE THE ACQUISITION
AND CONSTRUCTION OF CERTAIN PUBLIC FACILITIES AND DEVELOPMENT
IMPACT FEES FOR SUCH COMMUNITY FACILITIES DISTRICT**

WHEREAS, the City of Lancaster (the “City”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for development projects within the boundaries of the City; and

WHEREAS, the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has duly this day adopted Resolution No. 23-177 (the “Resolution of Intention”), wherein it declared its intention to establish a community facilities district under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”), to be known and designated as the “California Municipal Finance Authority Community Facilities District No. 2023-8 (City of Lancaster – Pacific Topaz)” (the “CFD”), and to levy a special tax within the CFD to finance the acquisition and construction of certain public facilities, including those payable from development impact fees (the “Facilities”) listed in Exhibit A to the Resolution of Intention and incorporated therein and made a part hereof; and

WHEREAS, in order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series for the CFD; and

WHEREAS, no written protests with respect to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness have been filed with the Secretary; and

WHEREAS, United States Income Tax Regulations section 1.150-2 provides generally that proceeds of tax-exempt debt are not deemed to be expended when such proceeds are used for reimbursement of expenditures made prior to the date of issuance of such debt unless certain procedures are followed, one of which is a requirement that (with certain exceptions), prior to the payment of any such expenditure, the issuer declares an intention to reimburse such expenditure; and

WHEREAS, it is in the public interest and for the public benefit that the Authority declares its official intent to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities on whose behalf the Authority will issue debt the expenditures related to the Facilities with the proceeds of bonded indebtedness and other debt issued by the Authority for the CFD; and

WHEREAS, the Board is fully advised in this matter.

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. This Board deems it necessary to incur bonded indebtedness in the maximum aggregate principal amount of \$7,790,000 (the "Authorization") within the boundaries of the CFD for the purpose of financing the costs of all or a portion of the facilities defined in the Resolution of Intention (the "Facilities"), including, but not limited to, the costs of issuing and selling bonds to finance all or a portion of the Facilities, and the costs of the Authority in establishing and administering the CFD. Indebtedness subject to the Authorization shall only include indebtedness evidenced by bonds or notes and shall not include bonds described in Section 53364.2(e) of the Act.

Section 3. The whole of the CFD shall pay for the bonded indebtedness through the levy of the special tax. The tax is to be apportioned in accordance with the formula set forth in Exhibit B to the Resolution of Intention.

Section 4. This Board, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other debt in one or more series in the maximum aggregate principal amount of not to exceed the Authorization bearing interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonds and other debt, and maturing not to exceed 40 years from the date of the issuance of each series of the bonds and other debt.

Section 5. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, has been fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the proposed debt issue and consider and finally determine whether the public interest, convenience and necessity require the issuance of bonds and other debt of the Authority on behalf of the CFD.

Section 6. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper of general circulation circulated within the CFD. The publication of the notice shall be completed at least seven days before the date specified above for the public hearing. The Secretary may also cause notice of the hearing to be given to each property owner within the CFD by first class mail, postage prepaid, to each such owner's addresses as it appears on the most recent tax records of Los Angeles County or as otherwise known to the Secretary to be correct. Such mailing shall be completed not less than 15 days before the date of the hearing. Each of the notices shall be substantially in the form specified in Section 53346 of the Act, with the form summarizing the provisions hereof hereby specifically approved.

Section 7. The Authority hereby declares its intention to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities certain expenditures for the Facilities from the proceeds of the bonded indebtedness and other debt described in this Resolution, including costs of the Facilities paid by the Authority and/or other local agencies on whose behalf the Authority will issue debt for the CFD prior to the date of issuance of such bonded indebtedness and other debt not in excess of the amount described herein.

Section 8. This Resolution shall in no way obligate the Board of the Authority to form the CFD or to issue bonds or other debt for the CFD. Issuance of the bonds and other debt shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 9. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[ROI Bonds - CMFA CFD No. 2023-8 (City of Lancaster - Pacific Topaz)]

RESOLUTION NO. 23-182

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS OF INTENTION TO INCUR BONDED INDEBTEDNESS IN AN
AMOUNT NOT TO EXCEED \$2,900,000 FOR THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-9 (CITY
OF ROSEVILLE – VERRADO II) TO FINANCE THE ACQUISITION AND
CONSTRUCTION OF CERTAIN PUBLIC FACILITIES AND DEVELOPMENT
IMPACT FEES FOR SUCH COMMUNITY FACILITIES DISTRICT**

WHEREAS, the City of Roseville (the “City”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for development projects within the boundaries of the City; and

WHEREAS, the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has duly this day adopted Resolution No. 23-178 (the “Resolution of Intention”), wherein it declared its intention to establish a community facilities district under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”), to be known and designated as the “California Municipal Finance Authority Community Facilities District No. 2023-9 (City of Roseville – Verrado II)” (the “CFD”), and to levy a special tax within the CFD to finance the acquisition and construction of certain public facilities, including those payable from development impact fees (the “Facilities”) listed in Exhibit A to the Resolution of Intention and incorporated therein and made a part hereof; and

WHEREAS, in order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series for the CFD; and

WHEREAS, United States Income Tax Regulations section 1.150-2 provides generally that proceeds of tax-exempt debt are not deemed to be expended when such proceeds are used for reimbursement of expenditures made prior to the date of issuance of such debt unless certain procedures are followed, one of which is a requirement that (with certain exceptions), prior to the payment of any such expenditure, the issuer declares an intention to reimburse such expenditure; and

WHEREAS, it is in the public interest and for the public benefit that the Authority declares its official intent to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities on whose behalf the Authority will issue debt the expenditures related to the Facilities with the proceeds of bonded indebtedness and other debt issued by the Authority for the CFD; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. The Board hereby declares that the public convenience and necessity require that a bonded indebtedness and other debt (as defined in the Act) in the amount of \$2,900,000 (the "Bonded Indebtedness Limit"). Indebtedness subject to this limit shall not include refunding bonds described in Section 53362 of the Act, including any portion thereof which utilize savings to finance authorized facilities not previously financed by the CFD, as described in Section 53364.2 of the Act.

Section 3. The bonded indebtedness and other debt is proposed to be incurred for the purpose of financing the costs of the Facilities, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of said purposes and of the financing thereof, as permitted by Section 53345.3 of the Act.

Section 4. This Board, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other debt in one or more series in the maximum aggregate principal amount of not to exceed the Bonded Indebtedness Limit bearing interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonds and other debt, and maturing not to exceed 40 years from the date of the issuance of each series of the bonds and other debt.

Section 5. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, has been fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the proposed debt issue and consider and finally determine whether the public interest, convenience and necessity require the issuance of bonds and other debt of the Authority on behalf of the CFD.

Section 6. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper of general circulation circulated within the CFD. The publication of the notice shall be completed at least seven days before the date specified above for the public hearing. The Secretary may also cause notice of the hearing to be given to each property owner within the CFD by first class mail, postage prepaid, to each such owner's addresses as it appears on the most recent tax records of Placer County or as otherwise known to the Secretary to be correct. Such mailing shall be completed not less than 15 days before the date of the hearing. Each of the notices shall be substantially in the form specified in Section 53346 of the Act, with the form summarizing the provisions hereof hereby specifically approved.

Section 7. The Authority hereby declares its intention to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities certain expenditures for the Facilities from the proceeds of the bonded indebtedness and other debt described in this Resolution, including costs of the Facilities paid by the Authority and/or other local agencies on whose behalf the Authority will issue debt for the CFD prior to the date of issuance of such bonded indebtedness and other debt not in excess of the amount described herein.

Section 8. This Resolution shall in no way obligate the Board of the Authority to form the CFD or to issue bonds or other debt for the CFD. Issuance of the bonds and other debt shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 9. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

RESOLUTION NO. 23-183

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS INTENTION TO INCUR BONDED INDEBTEDNESS IN AN
AMOUNT NOT TO EXCEED \$2,800,000 FOR THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-10
(COUNTY OF SACRAMENTO – THE PASEOS AT CARMICHAEL) TO
FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN PUBLIC
FACILITIES AND DEVELOPMENT IMPACT FEES FOR SUCH COMMUNITY
FACILITIES DISTRICT**

WHEREAS, the County of Sacramento (the “County”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for development projects within the boundaries of the County; and

WHEREAS, the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has duly this day adopted Resolution No. 23-179 (the “Resolution of Intention”), wherein it declared its intention to establish a community facilities district under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”), to be known and designated as the “California Municipal Finance Authority Community Facilities District No. 2023-10 (County of Sacramento – The Paseos at Carmichael)” (the “CFD”), and to levy a special tax within the CFD to finance the acquisition and construction of certain public facilities and reimburse eligible development impact fees (the “Facilities”) listed in Exhibit A to the Resolution of Intention and incorporated therein and made a part hereof; and

WHEREAS, in order to finance the costs of the Facilities, it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series for the CFD; and

WHEREAS, United States Income Tax Regulations section 1.150-2 provides generally that proceeds of tax-exempt debt are not deemed to be expended when such proceeds are used for reimbursement of expenditures made prior to the date of issuance of such debt unless certain procedures are followed, one of which is a requirement that (with certain exceptions), prior to the payment of any such expenditure, the issuer declares an intention to reimburse such expenditure; and

WHEREAS, it is in the public interest and for the public benefit that the Authority declares its official intent to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities on whose behalf the Authority will issue debt the expenditures related to the Facilities with the proceeds of bonded indebtedness and other debt issued by the Authority for the CFD; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. The Board hereby declares that the public convenience and necessity require that a bonded indebtedness and other debt (as defined in the Act) in the amount of \$2,800,000 (the "Bonded Indebtedness Limit"). Indebtedness subject to this limit shall not include refunding bonds described in Section 53362 of the Act, including any portion thereof which utilize savings to finance authorized facilities not previously financed by the CFD, as described in Section 53364.2 of the Act.

Section 3. The bonded indebtedness and other debt is proposed to be incurred for the purpose of financing the costs of the Facilities, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of said purposes and of the financing thereof, as permitted by Section 53345.3 of the Act.

Section 4. This Board, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other debt in one or more series in the maximum aggregate principal amount of not to exceed the Bonded Indebtedness Limit bearing interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonds and other debt, and maturing not to exceed 40 years from the date of the issuance of each series of the bonds and other debt.

Section 5. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, has been fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the proposed debt issue and consider and finally determine whether the public interest, convenience and necessity require the issuance of bonds and other debt of the of the Authority on behalf of the CFD.

Section 6. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper of general circulation circulated within the CFD. The publication of the notice shall be completed at least seven days before the date specified above for the public hearing. The Secretary may also cause notice of the hearing to be given to each property owner within the CFD by first class mail, postage prepaid, to each such owner's addresses as it appears on the most recent tax records of Sacramento County or as otherwise known to the Secretary to be correct. Such mailing shall be completed not less than 15 days before the date of the hearing. Each of the notices shall be substantially in the form specified in Section 53346 of the Act, with the form summarizing the provisions hereof hereby specifically approved.

Section 7. The Authority hereby declares its intention to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities certain expenditures for the Facilities from the proceeds of the bonded indebtedness and other debt described in this Resolution, including costs of the Facilities paid by the Authority and/or other local agencies on whose behalf the Authority will issue debt for the CFD prior to the date of issuance of such bonded indebtedness and other debt not in excess of the amount described herein.

Section 8. This Resolution shall in no way obligate the Board of the Authority to form the CFD or to issue bonds or other debt for the CFD. Issuance of the bonds and other debt shall be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 9. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[ROI Incur Bonds - CMFA CFD No. 2023-10
(County of Sacramento – The Paseos at Carmichael)]

RESOLUTION NO. 23-184

**A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY
DECLARING ITS INTENTION TO INCUR BONDED INDEBTEDNESS IN AN
AMOUNT NOT TO EXCEED \$2,600,000 FOR THE CALIFORNIA MUNICIPAL
FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-12
(NCLUSD – MATTOS RANCH) TO FINANCE THE ACQUISITION AND
CONSTRUCTION OF CERTAIN PUBLIC FACILITIES AND DEVELOPMENT
IMPACT FEES FOR SUCH COMMUNITY FACILITIES DISTRICT**

WHEREAS, the Newman-Crows Landing Unified School District (the “District” or “NCLUSD”) is a member of the California Municipal Finance Authority (the “Authority”) and has approved use of the Authority’s Bond Opportunities for Land Development (“BOLD”) Program to provide financing for development projects within the boundaries of the District; and

WHEREAS, the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has duly this day adopted Resolution No. 23-180 (the “Resolution of Intention”), wherein it declared its intention to establish a community facilities district under and pursuant to the terms and provisions of the “Mello-Roos Community Facilities Act of 1982,” being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the “Act”), to be known and designated as the “California Municipal Finance Authority Community Facilities District No. 2023-12 (NCLUSD – Mattos Ranch)” (the “CFD”), and to levy a special tax within the CFD to finance development impact fees for the acquisition and construction of certain public facilities (the “Facilities”) listed in Exhibit A to the Resolution of Intention and incorporated therein and made a part hereof; and

WHEREAS, in order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in one or more series for the CFD; and

WHEREAS, United States Income Tax Regulations section 1.150-2 provides generally that proceeds of tax-exempt debt are not deemed to be expended when such proceeds are used for reimbursement of expenditures made prior to the date of issuance of such debt unless certain procedures are followed, one of which is a requirement that (with certain exceptions), prior to the payment of any such expenditure, the issuer declares an intention to reimburse such expenditure; and

WHEREAS, it is in the public interest and for the public benefit that the Authority declares its official intent to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities on whose behalf the Authority will issue debt the expenditures related to the Facilities with the proceeds of bonded indebtedness and other debt issued by the Authority for the CFD; and

WHEREAS, no written protests with respect to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness have been filed with the Secretary; and

WHEREAS, the Board is fully advised in this matter;

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The above recitals are true and correct, and the Board so finds and determines.

Section 2. The Board hereby declares that the public convenience and necessity require that a bonded indebtedness and other debt (as defined in the Act) in the amount of \$2,600,000 (the "Bonded Indebtedness Limit"). Indebtedness subject to this limit shall not include refunding bonds described in Section 53362 of the Act, including any portion thereof which utilize savings to finance authorized facilities not previously financed by the CFD, as described in Section 53364.2 of the Act.

Section 3. The bonded indebtedness and other debt is proposed to be incurred for the purpose of financing the costs of the Facilities, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of said purposes and of the financing thereof, as permitted by Section 53345.3 of the Act.

Section 4. This Board, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other debt in one or more series in the maximum aggregate principal amount of not to exceed the Bonded Indebtedness Limit bearing interest payable semi-annually or in such other manner as this Board shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonds and other debt, and maturing not to exceed 40 years from the date of the issuance of each series of the bonds and other debt.

Section 5. Friday, August 4, 2023, at the hour of 11:00 a.m. or as soon as possible thereafter, at 200 S. Anaheim Blvd., 6th Floor, Anaheim, California 92805, has been fixed as the time and place when and where this Board, as legislative body for the CFD, will conduct a public hearing on the proposed debt issue and consider and finally determine whether the public interest, convenience and necessity require the issuance of bonds and other debt of the Authority on behalf of the CFD.

Section 6. The Secretary is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper of general circulation circulated within the CFD. The publication of the notice shall be completed at least seven days before the date specified above for the public hearing. The Secretary may also cause notice of the hearing to be given to each property owner within the CFD by first class mail, postage prepaid, to each such owner's addresses as it appears on the most recent tax records of Stanislaus County or as otherwise known to the Secretary to be correct. Such mailing shall be completed not less than 15 days before the date of the hearing. Each of the notices shall be substantially in the form specified in Section 53346 of the Act, with the form summarizing the provisions hereof hereby specifically approved.

Section 7. The Authority hereby declares its intention to reimburse itself and/or other local agencies constructing and/or acquiring the Facilities certain expenditures for the Facilities from the proceeds of the bonded indebtedness and other debt described in this Resolution, including costs of the Facilities paid by the Authority and/or other local agencies on whose behalf the Authority will issue debt for the CFD prior to the date of issuance of such bonded indebtedness and other debt not in excess of the amount described herein.

Section 8. This Resolution shall in no way obligate the Board of the Authority to form the CFD or to issue bonds or other debt for the CFD. Issuance of the bonds and other debt shall

be subject to the approval of this Board by resolution following the holding of the public hearing referred to above.

Section 9. This Resolution shall take effect from and after its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

RESOLUTION NO. 23-185

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY FORMING THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH), DESIGNATING IMPROVEMENT AREA NO. 1 AND IMPROVEMENT AREA NO. 2 THEREIN

WHEREAS, on April 28, 2023, pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the “Act”), the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) adopted Resolution No. 23-106 (the “Resolution of Intention”), stating its intention to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (the “CFD”), (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 1”) and “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 2”);

WHEREAS, the Resolution of Intention, incorporating a map of the proposed boundaries of the CFD, Improvement Area No. 1 and Improvement Area No. 2, and stating the facilities to be provided (as set forth in the list attached hereto as Exhibit A), the rate and method of apportionment of the special tax to be levied within Improvement Area No. 1, and the rate and method of apportionment of the special tax to be levied within Improvement Area No. 2, is on file with the Secretary of the Board and the provisions thereof are incorporated herein by this reference as if fully set forth herein;

WHEREAS, on this date, this Board held a noticed public hearing as required by the Act and the Resolution of Intention relative to the proposed formation of the CFD, Improvement Area No. 1 and Improvement Area No. 2;

WHEREAS, at the hearing all interested persons desiring to be heard on all matters pertaining to the formation of the CFD, Improvement Area No. 1 and Improvement Area No. 2, the facilities to be provided therein, and the levy of said special taxes were heard and a full and fair hearing was held;

WHEREAS, at the hearing evidence was presented to this Board on said matters before it, including a report caused to be prepared on behalf of the Executive Director by Goodwin Consulting Group (the “Report”) as to the facilities to be provided through the CFD, including Improvement Area No. 1 and Improvement Area No. 2 therein, and the costs thereof, a copy of which is on file with the Secretary of the Board, and this Board at the conclusion of said hearing is fully advised as to the foregoing;

WHEREAS, written protests with respect to the formation of the CFD and the designation of Improvement Area No. 1 and Improvement Area No. 2 therein, the furnishing of specified types of facilities and the respective rate and method of apportionment of the special taxes have not been filed with the Secretary by fifty percent (50%) or more of the registered voters residing within the territory of the CFD, Improvement Area No. 1 and Improvement Area No. 2, or property owners of one-half (1/2) or more of the area of land within the CFD, Improvement Area No. 1 and Improvement Area No. 2 and not exempt from the applicable proposed special tax;

WHEREAS, the special tax proposed to be levied in Improvement Area No. 1 to pay for the proposed facilities to be provided therein, the rate and method of apportionment for Improvement Area No. 1 which is set forth in Exhibit B-1 hereto, has not been eliminated by protest by fifty percent (50%) or more of the registered voters residing within the territory of Improvement Area No. 1 or the owners of one-half (1/2) or more of the area of land within Improvement Area No. 1 and not exempt from the special tax; and

WHEREAS, the special tax proposed to be levied in Improvement Area No. 2 to pay for the proposed facilities to be provided therein, the rate and method of apportionment for Improvement Area No. 2 which is set forth in Exhibit B-2 hereto, has not been eliminated by protest by fifty percent (50%) or more of the registered voters residing within the territory of Improvement Area No. 2 or the owners of one-half (1/2) or more of the area of land within Improvement Area No. 2 and not exempt from the special tax.

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The foregoing recitals are true and correct, and the Board so finds and determines.

Section 2. The proposed special tax to be levied within Improvement Area No. 1 has not been precluded by majority protest pursuant to section 53324 of the Act. The proposed special tax to be levied within Improvement Area No. 2 has not been precluded by majority protest pursuant to section 53324 of the Act.

Section 3. All prior proceedings taken by this Board in connection with the establishment of the CFD, Improvement Area No. 1 and Improvement Area No. 2, and the levy of the special taxes have been duly considered and are hereby found and determined to be valid and in conformity with the Act.

Section 4. The community facilities district designated “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” is hereby established pursuant to the Act.

The improvement area designated “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” is hereby established pursuant to the Act.

The improvement area designated “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” is hereby established pursuant to the Act.

Section 5. The proposed boundary map for the CFD, Improvement Area No. 1 and Improvement Area No. 2 approved in the Resolution of Intention has been recorded in the Sacramento County Clerk/Recorder’s Office on May 8, 2023, in Book 140 of Maps of Assessment and Community Facilities Districts at Page 26, as Document No. 202305080318. At the request of the owners of the land within the proposed CFD, and in accordance with Section 53325 of the Act, a single parcel that is designated for public uses shall be excluded from the proposed boundary of the CFD, Improvement Area No. 1 and Improvement Area No. 2.

Accordingly, the boundaries of the CFD, Improvement Area No. 1 and Improvement Area No. 2 shall be as shown on the map on file with the Secretary entitled “Proposed Amended Boundaries of California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch),” to which map reference is hereby made for further particulars. The Secretary is hereby directed to record, or cause to be recorded, the map of the boundaries of the CFD, Improvement Area No. 1 and Improvement Area No. 2 in the office of the Sacramento County Clerk/Recorder promptly following the date of adoption of this Resolution, and to include the recording information therefrom in each notice of special tax lien recorded for the CFD.

Section 6. The type of public facilities proposed to be financed by the CFD, Improvement Area No. 1 and Improvement Area No. 2 pursuant to the Act shall consist of those items listed as facilities in Exhibit A hereto and by this reference incorporated herein (the “Facilities”).

Section 7.

a. Except to the extent that funds are otherwise available to the Improvement Areas to pay for the Facilities, to pay the principal and interest on bonds and other debt (as defined in the Act) of the Authority to finance the Facilities, to the repayment of funds advanced by the Authority for the CFD and including the repayment under any agreement (which shall not constitute a debt or liability of the Authority) of advances of funds or reimbursement for the lesser of the value or cost of work in-kind provided by any person for the CFD, a special tax (the “Special Tax”) sufficient to pay the costs thereof, secured by the recordation of a continuing lien against all non-exempt real property is intended to be levied annually and collected in the same manner as ordinary *ad valorem* property taxes or in such other manner as may be prescribed by this Board.

b. The proposed rate and method of apportionment of the Special Tax among the parcels of real property within Improvement Area No. 1, as amended to reflect the updated CFD boundary, in sufficient detail to allow each landowner within Improvement Area No. 1 to estimate the maximum amount such owner will have to pay, is attached hereto as Exhibit B-1 to this Resolution and hereby incorporated herein (the “Improvement Area No. 1 Rate and Method”). The Special Tax for Improvement Area No. 1 (the “Improvement Area No. 1 Special Tax”) shall not be levied in Improvement Area No. 1 after the fiscal year specified in the Improvement Area No. 1 Rate and Method, except that an Improvement Area No. 1 Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Improvement Area No. 1 Special Tax levied against any parcel in Improvement Area No. 1 used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within Improvement Area No. 1 by more than 10 percent.

The proposed rate and method of apportionment of the Special Tax among the parcels of real property within Improvement Area No. 2, as amended to reflect the updated CFD boundary, in sufficient detail to allow each landowner within Improvement Area No. 2 to estimate the maximum amount such owner will have to pay, is attached hereto as Exhibit B-2 to this Resolution and hereby incorporated herein (the “Improvement Area No. 2 Rate and Method”). The Special Tax for Improvement Area No. 2 (the “Improvement Area No. 2 Special Tax”) shall not be levied in Improvement Area No. 2 after the fiscal year specified in the Improvement Area No. 2 Rate and Method, except that an

Improvement Area No. 2 Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Improvement Area No. 2 Special Tax levied against any parcel in Improvement Area No. 2 used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within Improvement Area No. 2 by more than 10 percent.

c. This Board hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to *ad valorem* property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

Section 8. It is hereby found and determined that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring in the CFD, Improvement Area No. 1 and Improvement Area No. 2.

Section 9. The Executive Director, or his or her designee, which may be an outside consultant to the Authority, is the officer of the Authority who will be responsible for preparing annually a current roll of special tax levy obligations by assessor's parcel number and who will be responsible for estimating future special tax levies pursuant to the Act.

Section 10. Upon recordation of a notice of special tax lien pursuant to Section 3114.5 of the Streets and Highways Code of California, a continuing lien to secure each levy of the special tax shall attach to all nonexempt real property in Improvement Area No. 1 and in Improvement Area No. 2, and this lien shall continue in force and effect until the special tax obligation is prepaid and permanently satisfied and the lien canceled in accordance with law or until collection of the tax by the Authority ceases.

Section 11. In accordance with the Act, the annual appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, shall be preliminarily established for the CFD in the amount of \$70,300,000, of which the annual appropriations limit for the territory within Improvement Area No. 1 is hereby preliminarily established at \$42,400,000, the annual appropriations limit for territory within Improvement Area No. 2 is hereby preliminarily established at \$27,900,000. The proposition establishing said annual appropriations limit shall become effective if approved by the qualified electors voting thereon and shall be adjusted in accordance with the applicable provisions of the Act.

Section 12. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the Authority may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the Board may enter into an agreement (an "Acquisition Agreement"), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the Board, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the Authority.

Section 53316.2 of the Act provides that a community facilities district may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to this section. The Executive Director and each

other authorized officer of the Authority is hereby authorized and directed to enter into joint community facilities agreements with the City and any other entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Board hereby declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

Section 13. Pursuant to the provisions of the Act, the proposition of the levy of the Improvement Area No. 1 Special Tax and the proposition of the establishment of the appropriations limit for Improvement Area No. 1 specified above shall be submitted to the qualified electors of Improvement Area No. 1 at an election.

Pursuant to the provisions of the Act, the proposition of the levy of the Improvement Area No. 2 Special Tax and the proposition of the establishment of the appropriations limit for Improvement Area No. 2 specified above shall be submitted to the qualified electors of Improvement Area No. 2 at an election.

The time, place and conditions of the elections shall be as specified by a separate resolution of the Board.

Section 14. Pursuant to Section 53317.5 of the California Government Code, the Board shall treat the obligation to pay the Special Tax levied against property that is acquired by a public entity through eminent domain proceedings as if it were a special annual assessment.

Pursuant to Section 53317.3 of the California Government Code, the Board intends to continue to levy the Special Tax on property (that is not otherwise exempt from the Special Tax) that is acquired by a public entity through a negotiated transaction, or by gift or devise.

Pursuant to Section 53340.1 of the California Government Code, the Board intends to levy the Special Tax on the leasehold or possessory interests in property owned by a public agency (which property is otherwise exempt from the Special Tax), to be payable by the owner of the leasehold or possessory interests in such property.

Section 15. The Board reserves to itself the right and authority set forth in Section 53344.1 of the Act, subject to any limitations set forth in any bond resolution, fiscal agent agreement or trust indenture related to the issuance of bonds.

Section 16. This resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Resolution of Formation – CMFA CFD No. 2023-7
(City of Elk Grove – Madeira Ranch)]

EXHIBIT A

CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH)

DESCRIPTION OF FACILITIES TO BE FINANCED BY THE CFD AND EACH IMPROVEMENT AREA THEREIN

Authorized facilities and costs that may be funded through the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (the “CFD”) include the following public improvements, development impact fees funding public improvements, and formation and administrative expenses.

FACILITIES

The CFD is authorized to finance the purchase, construction, expansion, improvement, or rehabilitation of any real or other tangible property with an estimated useful life of five years or longer, together with the planning and design work that is directly related to the purchase, construction, expansion, or rehabilitation of any real or tangible property (collectively, the “Facilities”), including, but not be limited to, transportation facilities, water, sewer and storm drain facilities, parks, parkways, and open space.

CAPITAL FACILITIES FUNDED BY FEES

Authorized facilities include capital facilities funded by development impact fees paid and not otherwise reimbursed, whether standard City, County, or other local agency fees levied at any time up to the issuance of a building permit or required as part of the Development Agreement for the property. The authorized facilities include, but are not limited to, capital facilities funded by the following fees:

City of Elk Grove

- Roadway Fee Program
- Capital Facilities Fee
- SEPA Park Fee
- SEPA Trail Fee
- SEPA Reclaimed Water Fee

Cosumnes Community Services District

- Fire Fee

Sacramento County

- Sacramento Area Sewer District Fee
- Regional SAN Sewer Fee
- Sacramento County Water Agency Fee
- Elk Grove USD School Impact Fee

ADMINISTRATIVE AND INCIDENTAL EXPENSES

In addition to the above facilities, other incidental expenses as authorized by the Mello-Roos Community Facilities Act of 1982 include: the cost of planning, permitting, engineering, and designing the facilities (including the cost of environmental evaluation, orthophotography, and environmental remediation/mitigation); land acquisition and easement payments for authorized CFD facilities; project management; construction staking; engineering studies; utility relocation and demolition costs incidental to construction of the public facilities cost associated with the creation of the CFD and issuance of bonds; determination of the amount of taxes and collection of taxes; payment of taxes; costs otherwise incurred to carry out the authorized purposes of the CFD; reimbursements to other areas for infrastructure facilities or planning purposes serving development in the CFD; and any other expenses incidental to the construction, completion, and inspection of the facilities.

In addition, the CFD shall fund the direct and indirect expenses incurred by the California Municipal Finance Authority ("CMFA") and/or the City in carrying out its duties with respect to the CFD including, but not limited to:

1. The levy and collection of special taxes.
2. The fees and expenses of attorneys and consultants.
3. Any fees related to the collection of special taxes.
4. An allocable share of the salaries and benefits of any CMFA and City staff, or consultant fees, directly related thereto and a proportionate amount of CMFA's and the City's general administrative overhead related thereto.
5. Any amounts paid by CMFA and the City with respect to the CFD.
6. Expenses incurred in undertaking action to foreclose on properties for which the payment of special taxes is delinquent.
7. Administrative fees of CMFA and the City and the bond trustee or fiscal agent related to the CFD and the bonds issued by or for the CFD.
8. Costs related to formation of the CFD.
9. Reimbursement of CFD formation costs advanced by CMFA and the City, the landowner(s) in the CFD, or any party related to any of the foregoing, as well as reimbursement of costs advanced by CMFA and the City, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.
10. Costs related to issuance of bonds by or for the CFD, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, fees and expenses of bond counsel, disclosure counsel, special tax consultant, municipal advisor and appraiser, bond remarketing costs, and all other incidental expenses.
11. All other costs and expenses of CMFA or the City in any way related to the CFD.

EXHIBIT B-1

CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX
FOR IMPROVEMENT AREA NO. 1

See attached.

EXHIBIT B-2

CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX
FOR IMPROVEMENT AREA NO. 2

See attached.

RESOLUTION NO. 23-186

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DETERMINING NECESSITY TO INCUR BONDED INDEBTEDNESS AND OTHER DEBT IN AND FOR CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH) IN MAXIMUM PRINCIPAL AMOUNT OF \$70,300,000

WHEREAS, on April 28, 2023, pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the “Act”), the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) adopted Resolution No. 23-106 (the “Resolution of Intention”) stating its intention to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (the “CFD”), (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 1”) and “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 2”); and

WHEREAS, on April 28, 2023, this Board also adopted Resolution No. 23-109 (the “Resolution of Intention to Incur Indebtedness”) stating its intention to incur bonded indebtedness and other debt (as defined in the Act) for the purpose of financing the costs of certain facilities specified in the Resolution of Intention; and

WHEREAS, this Board has held a noticed public hearing as required by the Act about the determination to proceed with the formation of the CFD, Improvement Area No. 1 and Improvement Area No. 2, the provision of certain public facilities by the CFD and the respective rate and method of apportionment of the special tax to be levied within Improvement Area No. 1 and Improvement Area No. 2 to pay the cost of the facilities, the principal and interest on the proposed bonded indebtedness for Improvement Area No. 1 and Improvement Area No. 2 as applicable, and the administrative costs of the Authority relative to the CFD; and

WHEREAS, subsequent to the public hearing, this Board adopted Resolution No. 23-185 (the “Resolution of Formation”); and

WHEREAS, this Board has also held a noticed public hearing as required by the Act relative to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness; and

WHEREAS, no written protests with respect to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness have been filed with the Secretary.

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. In order to finance the costs of the Facilities, it is necessary for the Authority to incur bonded indebtedness for the CFD in an amount not to exceed \$70,300,000 (the “Authorization”), initially allocated as follows: (i) for Improvement Area No. 1, the bonded indebtedness limit is \$42,400,000, and (ii) for Improvement Area No. 2, the bonded indebtedness

limit is \$27,900,000. Indebtedness subject to the Authorization shall only include indebtedness evidenced by bonds or notes and shall not include bonds described in Section 53364.2(e) of the Act.

Section 3. The whole of Improvement Area No. 1 shall pay for the bonded indebtedness and other debt issued by the Authority for Improvement Area No. 1 through the levy of the special tax, which tax shall be apportioned in accordance with the special tax formula applicable to Improvement Area No. 1 set forth in Exhibit B-1 to the Resolution of Formation (as may be amended in accordance with the Act).

The whole of Improvement Area No. 2 shall pay for the bonded indebtedness and other debt issued by the Authority for Improvement Area No. 2 through the levy of the special tax, which tax for Improvement Area No. 2 shall be apportioned in accordance with the special tax formula applicable to Improvement Area No. 2 set forth in Exhibit B-2 to the Resolution of Formation (as may be amended in accordance with the Act).

Section 4. Bonds and other debt (as defined in the Act) in the aggregate maximum amount set forth in Section 2 of this Resolution are hereby authorized for Improvement Area No. 1 and for Improvement Area No. 2, subject to voter approval. The bonds and other debt may be issued in one or more series and mature and bear interest at such rate or rates, payable semiannually or in such other manner, all as this Board or its designee shall determine, at the time or times of sale of such bonds and other debt; provided, however, that the interest rate or rates shall not to exceed the maximum interest rate permitted by applicable law at the time of sale of the bonds and other debt and the bonds and other debt or any series thereof shall have a maximum term of not to exceed 40 years.

Section 5. The proposition of the Authority incurring the bonded indebtedness and other debt for Improvement Area No. 1 herein authorized shall be submitted to the respective qualified electors of Improvement Area No. 1, and shall be consolidated with elections on the proposition of levying special taxes within Improvement Area No. 1 and the establishment of an appropriations limit for Improvement Area No. 1 pursuant to Section 53353.5 of the Act.

The proposition of the Authority incurring the bonded indebtedness and other debt for Improvement Area No. 2 herein authorized shall be submitted to the respective qualified electors of Improvement Area No. 2, and shall be consolidated with elections on the proposition of levying special taxes within Improvement Area No. 2 and the establishment of an appropriations limit for Improvement Area No. 2 pursuant to Section 53353.5 of the Act.

The time, place and further particulars and conditions of such elections shall be as specified by separate resolution of this Board.

Section 6. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Resolution Determining Necessity to Incur Debt – CMFA CFD No. 2023-7
(City of Elk Grove – Madeira Ranch)]

RESOLUTION NO. 23-187

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY CALLING SPECIAL ELECTION IN AND FOR IMPROVEMENT AREA NO. 1 AND IMPROVEMENT AREA NO. 2 OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH)

WHEREAS, pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the “Act”), the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has adopted Resolution No. 23-185 (the “Resolution of Formation”), to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (the “CFD”), (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 1”) and “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 2”), (iii) authorize the levy of a special tax on property within Improvement Area No. 1 and Improvement Area No. 2, and (iv) preliminarily establish an appropriations limit for Improvement Area No. 1 and Improvement Area No. 2; and

WHEREAS, this Board has also adopted Resolution No. 23-186 (the “Resolution Determining Necessity”), determining the necessity to incur bonded indebtedness in the maximum aggregate principal amount of \$70,300,000, initially allocated as follows: (i) \$42,400,000 for Improvement Area No. 1 upon the security of the special tax to be levied within Improvement Area No. 1 pursuant to the Act, (ii) \$27,900,000 for Improvement Area No. 2 upon the security of the special tax to be levied within Improvement Area No. 2 pursuant to the Act; and

WHEREAS, pursuant to the provisions of the Resolution of Formation and the Resolution Determining Necessity, the propositions of the levy of the special tax, the establishment of the appropriations limit and the incurring of the bonded indebtedness and other debt shall be submitted to the qualified electors of Improvement Area No. 1 and Improvement Area No. 2, as required by the provisions of the Act.

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. Pursuant to Sections 53326, 53351 and 53325.7 of the Act, the issues of the levy of the special tax, the incurring of bonded indebtedness and other debt and the establishment of the appropriations limit shall be submitted to the qualified electors (as defined below) of Improvement Area No. 1 and of Improvement Area No. 2, as applicable, at an election called therefor as provided below.

Section 2. This Board hereby finds that fewer than 12 persons have been registered to vote within the territory of Improvement Area No. 1 for each of the 90 days preceding the close of the public hearings heretofore conducted and concluded by this Board for the purposes of these proceedings. Accordingly, and pursuant to Section 53326 of the Act, this Board finds that, for these proceedings, the qualified electors are, with respect to Improvement Area No. 1, the landowners within Improvement Area No. 1 and that the vote shall be by such landowners or their authorized representatives, each having one vote for each acre or portion thereof such landowner

owns in Improvement Area No. 1 not exempt from the special tax as of the close of the public hearings.

This Board hereby finds that fewer than 12 persons have been registered to vote within the territory of Improvement Area No. 2 for each of the 90 days preceding the close of the public hearings heretofore conducted and concluded by this Board for the purposes of these proceedings. Accordingly, and pursuant to Section 53326 of the Act, this Board finds that, for these proceedings, the qualified electors are, with respect to Improvement Area No. 2, the landowners within Improvement Area No. 2 and that the vote shall be by such landowners or their authorized representatives, each having one vote for each acre or portion thereof such landowner owns in Improvement Area No. 2 not exempt from the special tax as of the close of the public hearings.

Section 3. This Board hereby calls a special election in Improvement Area No. 1 and in Improvement Area No. 2 to consider the measures described above, which elections shall be held on June 23, 2023, and the results thereof canvassed at the meeting of this Board on June 23, 2023. The Secretary is hereby designated as the official to conduct the elections and to receive all ballots until 11:00 a.m. on the election date. It is hereby acknowledged that the Secretary has on file the Resolution of Formation, a certified map of the boundaries of the CFD, Improvement Area No. 1 and Improvement Area No. 2, and a sufficient description to allow the Secretary to determine the electors of Improvement Area No. 1 and Improvement Area No. 2, respectively. Pursuant to Section 53327 of the Act, the elections shall be conducted by messenger or mail-delivered ballot pursuant to Section 4000 of the California Elections Code, except that Sections 53326 and 53327 of the Act shall govern for purposes of determining the date of election.

Section 4. As authorized by Section 53353.5 of the Act, the three propositions described above for Improvement Area No. 1 shall be combined into a single ballot measure for Improvement Area No. 1, the form of which are attached hereto as Exhibit A hereto, and by this reference incorporated herein, and the form of ballot is hereby approved. The Secretary is hereby authorized and directed to cause a ballot, in substantially the form of Exhibit A, to be delivered to each of the qualified electors of Improvement Area No. 1.

As authorized by Section 53353.5 of the Act, the three propositions described above for Improvement Area No. 2 shall be combined into a single ballot measure for Improvement Area No. 2, the form of which are attached hereto as Exhibit A hereto, and by this reference incorporated herein, and the form of ballot is hereby approved. The Secretary is hereby authorized and directed to cause a ballot, in substantially the form of Exhibit A, to be delivered to each of the qualified electors of Improvement Area No. 2.

Each ballot shall indicate the number of votes to be voted by the respective landowner to which the ballot pertains. Each ballot shall be accompanied by all supplies and written instructions necessary for the use and return of the ballot, unless waived.

Section 5. This Board hereby further finds that the provisions of Section 53326 of the Act requiring a minimum of 90 days following the adoption of the Resolution of Formation to elapse before the special election are for the protection of the respective qualified electors of Improvement Area No. 1 and Improvement Area No. 2, respectively. There is on file with the Secretary a written waiver executed by all of the qualified electors of Improvement Area No. 1 and Improvement Area No. 2 allowing for a shortening of the time for the special election to expedite the process of formation of Improvement Area No. 1 and Improvement Area No. 2, as applicable, and waiving any requirement for notice, analysis and arguments in connection with

the election. Accordingly, this Board finds and determines that the qualified electors have been fully apprised of and have agreed to the shortened time for the elections and waiver of analysis and arguments, and have thereby been fully protected in these proceedings. This Board also finds and determines that the Secretary has concurred in the shortened time for the elections. Analysis and arguments with respect to the ballot measures are hereby waived, as provided in Section 53327 of the Act.

Section 6. The Board hereby finds that the proposed issuance of bonds and other debt for Improvement Area No. 1 and for Improvement Area No. 2 constitutes a “local bond measure” within the meaning of Sections 53410, et seq. of the California Government Code. As a result, the bond measure shall include the propositions set forth above and the following: (a) the specific purpose of the bonds and other debt shall be as set forth in the propositions; (b) any proceeds received from the sale of any bonds and other debt shall be applied only to the purposes set forth in the propositions; (c) the proceeds of any bonds and other debt shall be deposited into special accounts to be created therefor as part of the issuance of the bonds and other debt; and (d) the Authority shall cause a report to be prepared annually under Section 53411 of the Government Code.

Under Section 50075.1 of the Government Code, the following accountability provisions shall apply to the special taxes: (a) the provision and/or acquisition of the Facilities, the payment of debt service on the bonds and other debt and the incidental costs thereof, all as defined in the Resolution of Formation, shall constitute the specific single purpose; (b) the proceeds shall be applied only to the specific purposes identified in (a) above; (c) there shall be created special account(s) or funds(s) into which the proceeds shall be deposited; and (d) there shall be caused to be prepared an annual audit and report of the CFD.

Section 7. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Resolution Calling Special Election – CMFA CFD No. 2023-7
(City of Elk Grove – Madeira Ranch)]

EXHIBIT A

**CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)**

**OFFICIAL BALLOT
SPECIAL TAX ELECTION**

Improvement Area No. 1

This ballot is for a special, landowner election. You must return this ballot to the Secretary of the California Municipal Finance Authority, c/o Travis Cooper, 2111 Palomar Airport Road, Suite 320, Carlsbad, CA 92011 no later than the hour of 11:00 am on June 23, 2023, either by mail or in person.

To vote, mark a cross (X) on the voting line after the word “YES” or after the word “NO”. All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void. If you wrongly mark, tear, or deface this ballot, return it to the Secretary of the California Municipal Finance Authority and obtain another.

The estimated maximum amount of money raised annually by the special tax within Improvement Area No. 1 is expected to be \$1,266,750 in Fiscal Year 2023-24 (assuming full build-out of Improvement Area No. 1), subject to escalation, in accordance with the rate and for the duration of the special tax as set forth in the rate and method of apportionment of special taxes for Improvement Area No. 1.

BALLOT MEASURE: Shall the measure pursuant to which (i) the California Municipal Finance Authority (the “Authority”) will levy a special tax solely on lands within Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (“Improvement Area No. 1”) in accordance with the rate and method contained in the Resolution of Formation related to Improvement Area No. 1 adopted on June 23, 2023 (“Formation Resolution”), authorized to commence being levied in fiscal year 2023-24, to pay for the public facilities specified in the Formation Resolution and to pay the administrative costs of the Authority, (ii) the annual appropriations limit for Improvement Area No. 1 will be established in the amount of \$42,400,000, and (iii) the Authority will issue bonds and incur other debt (“bonds”) for Improvement Area No. 1 up to the maximum aggregate principal amount of \$42,400,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of each series of such bonds on behalf of Improvement Area No. 1, the proceeds of which bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing the bonds and related expenses, **be adopted?**

YES

NO

The undersigned is the authorized representative of the above-named landowner and is the person legally authorized and entitled to cast this ballot on behalf of the above-named landowner. By execution in the space provided below, you also indicate your waiver of (i) the time limit pertaining to the conduct of the election, (ii) any requirement for analysis and arguments with respect to the ballot measure, and (iii) any irregularity in the proceedings that may be claimed as a result of the application of such waivers.

Number of Votes: _____

Property Owner:

_____,
a [state] [type of entity]

By: _____
Name:
Title:

**CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)**

**OFFICIAL BALLOT
SPECIAL TAX ELECTION**

Improvement Area No. 2

This ballot is for a special, landowner election. You must return this ballot to the Secretary of the California Municipal Finance Authority, c/o Travis Cooper, 2111 Palomar Airport Road, Suite 320, Carlsbad, CA 92011 no later than the hour of 11:00 am on June 23, 2023, either by mail or in person.

To vote, mark a cross (X) on the voting line after the word “YES” or after the word “NO”. All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void. If you wrongly mark, tear, or deface this ballot, return it to the Secretary of the California Municipal Finance Authority and obtain another.

The estimated maximum amount of money raised annually by the special tax within Improvement Area No. 2 is expected to be \$833,150 in Fiscal Year 2023-24 (assuming full build-out of Improvement Area No. 2), subject to escalation, in accordance with the rate and for the duration of the special tax as set forth in the rate and method of apportionment of special taxes for Improvement Area No. 2.

BALLOT MEASURE: Shall the measure pursuant to which (i) the California Municipal Finance Authority (the “Authority”) will levy a special tax solely on lands within Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (“Improvement Area No. 2”) in accordance with the rate and method contained in the Resolution of Formation related to Improvement Area No. 2 adopted on June 23, 2023 (“Formation Resolution”), authorized to commence being levied in fiscal year 2023-24, to pay for the public facilities specified in the Formation Resolution and to pay the administrative costs of the Authority, (ii) the annual appropriations limit for Improvement Area No. 2 will be established in the amount of \$27,900,000, and (iii) the Authority will issue bonds and incur other debt (“bonds”) for Improvement Area No. 2 up to the maximum aggregate principal amount of \$27,900,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of each series of such bonds on behalf of Improvement Area No. 2, the proceeds of which bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing the bonds and related expenses, **be adopted?**

YES

NO

The undersigned is the authorized representative of the above-named landowner and is the person legally authorized and entitled to cast this ballot on behalf of the above-named landowner. By execution in the space provided below, you also indicate your waiver of (i) the time limit pertaining to the conduct of the election, (ii) any requirement for analysis and arguments with respect to the ballot measure, and (iii) any irregularity in the proceedings that may be claimed as a result of the application of such waivers.

Number of Votes: ____

Property Owner:

_____,
a [state] [type of entity]

By: _____

Name:

Title:

RESOLUTION NO. 23-188

A RESOLUTION OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DECLARING RESULTS OF SPECIAL ELECTION AND DIRECTING RECORDING OF NOTICE OF SPECIAL TAX LIEN IN AND FOR IMPROVEMENT AREA NO. 1 AND IMPROVEMENT AREA NO. 2 OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH)

WHEREAS, pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the “Act”), the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”) has adopted Resolution No. 23-185 (the “Resolution of Formation”), to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (the “CFD”), (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 1”) and “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 2”), (iii) authorize the levy of a special tax on property within Improvement Area No. 1 and Improvement Area No. 2, and (iv) preliminarily establish an appropriations limit for Improvement Area No. 1 and Improvement Area No. 2; and

WHEREAS, this Board has also adopted Resolution No. 23-186 (the “Resolution of Necessity”), determining the necessity to incur bonded indebtedness in the maximum aggregate principal amount of (i) \$42,400,000 for Improvement Area No. 1 upon the security of the special tax to be levied within Improvement Area No. 1 pursuant to the Act, and (ii) \$27,900,000 for Improvement Area No. 2 upon the security of the special tax to be levied within Improvement Area No. 2 pursuant to the Act; and

WHEREAS, under the provisions of the Resolution of Formation and the Resolution Necessity and pursuant to Resolution No. 23-187 (the “Election Resolution”) adopted by this Board, the propositions of the levy of the special tax, the establishment of the appropriations limit and the incurring of the bonded indebtedness were submitted to the qualified electors of Improvement Area No. 1 and Improvement Area No. 2, respectively, as required by the provisions of the Act; and

WHEREAS, pursuant to the terms of the Election Resolution, which are by this reference incorporated herein, the special election has been held in Improvement Area No. 1 and Improvement Area No. 2, and the Secretary has on file Canvasses and Statements of Results of Election, a copy of which is attached hereto as Exhibit A (the “Canvass”); and

WHEREAS, this Board has reviewed the Canvass, finds it appropriate and wishes to complete its proceedings for Improvement Area No. 1 and Improvement Area No. 2.

NOW, THEREFORE, BE IT RESOLVED by the Board of the California Municipal Finance Authority, as follows:

Section 1. The foregoing recitals are all true and correct.

Section 2. The issues presented at the special election for Improvement Area No. 1 were the levy of a special tax within Improvement Area No. 1, the incurring of a bonded

indebtedness for Improvement Area No. 1, and the approval of an annual appropriations limit for Improvement Area No. 1, all pursuant to the Resolution of Formation and the Resolution of Necessity.

The issues presented at the special election for Improvement Area No. 2 were the levy of a special tax within Improvement Area No. 2, the incurring of a bonded indebtedness for Improvement Area No. 2, and the approval of an annual appropriations limit for Improvement Area No. 2, all pursuant to the Resolution of Formation and the Resolution of Necessity.

Section 3. The Board hereby approves the Canvass and finds that the Canvass shall be a permanent part of the record of its proceedings for Improvement Area No. 1, Improvement Area No. 2 and the CFD. Pursuant to the Canvass, (i) the issues presented at the special election for Improvement Area No. 1 were approved by the qualified electors of Improvement Area No. 1 by more than two-thirds (2/3) of the votes cast, and (ii) the issues presented at the special election for Improvement Area No. 2 were approved by the qualified electors of Improvement Area No. 2 by more than two-thirds (2/3) of the votes cast.

Section 4. Pursuant to the voter approval for Improvement Area No. 1, Improvement Area No. 1 is hereby declared to be fully formed and designated as an improvement area within the CFD, and the Authority has the power and the authority to levy the special taxes within Improvement Area No. 1, to incur the approved bonded indebtedness for Improvement Area No. 1, and to establish the approved appropriations limit for Improvement Area No. 1, all as heretofore provided in these proceedings and in the Act.

Pursuant to the voter approval for Improvement Area No. 2, Improvement Area No. 2 is hereby declared to be fully formed and designated as an improvement area within the CFD, and the Authority has the power and the authority to levy the special taxes within Improvement Area No. 2, to incur the approved bonded indebtedness for Improvement Area No. 2, and to establish the approved appropriations limit for Improvement Area No. 2, all as heretofore provided in these proceedings and in the Act.

It is hereby found that all prior proceedings and actions taken by this Board with respect to the CFD, Improvement Area No. 1 and Improvement Area No. 2 were valid and in conformity with the Act.

Section 5. The Secretary is hereby directed to complete, execute and cause to be recorded in the office of the Sacramento County Clerk/Recorder a notice of special tax lien for Improvement Area No. 1 and for Improvement Area No. 2, in the forms required by the Act, such recordings to occur no later than fifteen (15) days following adoption by the Board of this resolution.

Section 6. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED by the California Municipal Finance Authority this 23rd day of June, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing resolution was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on June 23, 2023.

By: _____
Authorized Signatory

[Resolution Declaring Results of Special Election – CMFA CFD No. 2023-7
(City of Elk Grove – Madeira Ranch)]

EXHIBIT A

CANVASS AND STATEMENT OF RESULT OF ELECTION

**CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)**

Improvement Area No. 1

I hereby certify that on June 23, 2023, I canvassed the returns of the election held on June 23, 2023 in Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) and the total number of ballots cast in said Improvement Area No. 1 and the total number of votes cast for and against the measure are as follows and the totals as shown for and against the measure are full, true and correct:

	<u>Qualified Landowner Votes</u>	<u>Votes Cast</u>	<u>YES</u>	<u>NO</u>
Improvement Area No. 1	71	71	71	0
California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) Special Tax Election, June 23, 2023	75	75	75	0

BALLOT MEASURE: Shall the measure pursuant to which (i) the California Municipal Finance Authority (the “Authority”) will levy a special tax solely on lands within Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (“Improvement Area No. 1”) in accordance with the rate and method contained in the Resolution of Formation related to Improvement Area No. 1 adopted on June 23, 2023 (“Formation Resolution”), authorized to commence being levied in fiscal year 2023-24, to pay for the public facilities specified in the Formation Resolution and to pay the administrative costs of the Authority, (ii) the annual appropriations limit for Improvement Area No. 1 will be established in the amount of \$42,400,000 and (iii) the Authority will issue bonds and incur other debt (“bonds”) for Improvement Area No. 1 up to the maximum aggregate principal amount of \$42,400,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of each series of such bonds on behalf of Improvement Area No. 1, the proceeds of which bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing the bonds and related expenses, **be adopted?**

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this 23rd day of June, 2023.

By: _____
Edward J. Becker, Assistant Secretary

CANVASS AND STATEMENT OF RESULT OF ELECTION

**CALIFORNIA MUNICIPAL FINANCE AUTHORITY
COMMUNITY FACILITIES DISTRICT NO. 2023-7
(CITY OF ELK GROVE – MADEIRA RANCH)**

Improvement Area No. 2

I hereby certify that on June 23, 2023, I canvassed the returns of the election held on June 23, 2023 in Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) and the total number of ballots cast in said Improvement Area No. 2 and the total number of votes cast for and against the measure are as follows and the totals as shown for and against the measure are full, true and correct:

	Qualified Landowner <u>Votes</u>	Votes <u>Cast</u>	<u>YES</u>	<u>NO</u>
Improvement Area No. 2	64	64	64	0
California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) Special Tax Election, June 23, 2023	21	21	21	0

BALLOT MEASURE: Shall the measure pursuant to which (i) the California Municipal Finance Authority (the “Authority”) will levy a special tax solely on lands within Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch) (“Improvement Area No. 2”) in accordance with the rate and method contained in the Resolution of Formation related to Improvement Area No. 2 adopted on June 23, 2023 (“Formation Resolution”), authorized to commence being levied in fiscal year 2023-24, to pay for the public facilities specified in the Formation Resolution and to pay the administrative costs of the Authority, (ii) the annual appropriations limit for Improvement Area No. 2 will be established in the amount of \$27,900,000 and (iii) the Authority will issue bonds and incur other debt (“bonds”) for Improvement Area No. 2 up to the maximum aggregate principal amount of \$27,900,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of each series of such bonds on behalf of Improvement Area No. 2, the proceeds of which bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing the bonds and related expenses, **be adopted?**

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this 23rd day of June, 2023.

By: _____
Edward J. Becker, Assistant Secretary

ORDINANCE NO. 23-07

AN ORDINANCE OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY LEVYING SPECIAL TAXES WITHIN CALIFORNIA MUNICIPAL FINANCE AUTHORITY COMMUNITY FACILITIES DISTRICT NO. 2023-7 (CITY OF ELK GROVE – MADEIRA RANCH)

WHEREAS, on April 28, 2023, pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, sections 53311, *et. seq.*, of the California Government Code (the “Act”), the Board of Directors (the “Board”) of the California Municipal Finance Authority (the “Authority”), adopted Resolution No. 23-106 (the “Resolution of Intention”) stating its intention to (i) form “California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (the “CFD”), and (ii) designate therein “Improvement Area No. 1 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 1”) and “Improvement Area No. 2 of the California Municipal Finance Authority Community Facilities District No. 2023-7 (City of Elk Grove – Madeira Ranch)” (“Improvement Area No. 2”), to finance the acquisition and construction of certain public facilities;

WHEREAS, notice was published as required by the Act relative to the intention of this Board to form the CFD and designate therein Improvement Area No. 1 and Improvement Area No. 2, to provide for certain public facilities and to incur bonded indebtedness for Improvement Area No. 1 and Improvement Area No. 2;

WHEREAS, this Board has held noticed public hearings as required by the Act relative to (i) the determination to proceed with the formation of the CFD, the designation therein of Improvement Area No. 1 and Improvement Area No. 2, and the levy of a special tax in accordance with the rate and method of apportionment of the special tax to be levied within Improvement Area No. 1 and Improvement Area No. 2 to finance a portion of the costs of the public facilities, and (ii) the issuance of bonded indebtedness and other debt for Improvement Area No. 1 and Improvement Area No. 2;

WHEREAS, at said hearing all persons desiring to be heard on all matters pertaining to the formation of the CFD, the designation of Improvement Area No. 1 and Improvement Area No. 2, the levy of said special taxes and the incurring of bonded indebtedness were heard, substantial evidence was presented and considered by this Board and a full and fair hearing was held;

WHEREAS, subsequent to the hearing, this Board adopted Resolution No. 23-185 (the “Resolution of Formation”), Resolution No. 23-186 (the “Resolution of Necessity”) and Resolution No. 23-187 (the “Resolution Calling Election”), which resolutions defined the public facilities to be financed by the CFD (the “Facilities”), formed the CFD, designated therein Improvement Area No. 1 and Improvement Area No. 2, authorized the levy of a special tax within Improvement Area No. 1 and Improvement Area No. 2, determined the necessity to incur bonded indebtedness in Improvement Area No. 1 and Improvement Area No. 2, and called an election within Improvement Area No. 1 and Improvement Area No. 2 on the propositions of incurring indebtedness, levying a special tax, and establishing an appropriations limit within Improvement Area No. 1 and Improvement Area No. 2, respectively; and

WHEREAS, in accordance with the Resolution Calling Election, on June 23, 2023, a special election was held within Improvement Area No. 1 and within Improvement Area No. 2 at

which the eligible landowner-electors approved such propositions by the two-thirds vote required by the Act.

NOW, THEREFORE, THE BOARD OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY DOES ORDAIN AS FOLLOWS:

Section 1. By the passage of this Ordinance, this Board hereby authorizes and levies the special tax on parcels within Improvement Area No. 1 and Improvement Area No. 2 pursuant to the Act. With respect to Improvement Area No. 1, the Authority shall levy the special tax at the rate and in accordance with the formula applicable to Improvement Area No. 1 (the "Improvement Area No. 1 Rate and Method") set forth in the Resolution of Formation (and as may be amended in the future in accordance with the Act), which Resolution of Formation is by this reference incorporated herein. With respect to Improvement Area No. 2, the Authority shall levy the special tax at the rate and in accordance with the formula applicable to Improvement Area No. 2 (the "Improvement Area No. 2 Rate and Method," and together with the Improvement Area No. 1 Rate and Method, the "Rate and Methods") set forth in the Resolution of Formation (and as may be amended in the future in accordance with the Act). The special taxes are hereby authorized to be levied commencing in fiscal year 2023-24 and in each fiscal year thereafter for the period provided in the applicable Rate and Method, as contemplated by the Resolution of Formation and the Resolution of Necessity, and all costs of administering the CFD.

Section 2. The Executive Director of the Authority or his or her designee, who may be an outside consultant to the Authority, is hereby authorized and directed each fiscal year to determine the specific special tax rate and amount to be levied for the next ensuing fiscal year for each parcel of real property within Improvement Area No. 1 and Improvement Area No. 2, in the manner and as provided in the Resolution of Formation (and as may be amended in accordance with the Act).

Section 3. Except as provided in the Rate and Methods, properties or entities of the State of California, federal or local governments shall be exempt from any levy of the special taxes. In no event shall the special taxes be levied on any parcel within Improvement Area No. 1 or Improvement Area No. 2 in excess of the maximum tax specified in, or contemplated by, the Resolution of Formation (and as may be amended in the future in accordance with the Act).

Section 4. All of the collections of the special taxes shall be used as provided for in the Act and in the Resolution of Formation including, but not limited to, the payment of principal and interest on bonds and other debt (as defined in the Act) issued by the Authority for Improvement Area No. 1 or Improvement Area No. 2 (the "Bonds"), the replenishment of the reserve fund for the Bonds, the payment of the costs of the Facilities, the payment of the costs of the Authority in administering the CFD, and the costs of collecting and administering the special taxes.

Section 5. The special taxes shall be collected in the same manner as ordinary ad valorem taxes are collected and shall have the same lien priority, and be subject to the same penalties and the same procedure and sale in cases of delinquency as provided for ad valorem taxes; provided, however, that this Board may provide for other appropriate methods of collection by resolutions of this Board. In addition, the provisions of Section 53356.1 of the Act shall apply to delinquent special tax payments. The Executive Director of the Authority, or his or her designee, is hereby authorized and directed to provide all necessary information to the auditor/tax collector of the County of Sacramento in order to effect proper billing and collection of the special tax, so that the special tax shall be included on the secured property tax roll of the County of

Sacramento for each fiscal year, as needed, until the Bonds are paid in full or such longer period of time provided in the Rate and Methods.

Section 6. If for any reason any portion of this Ordinance is found to be invalid, or if the special tax is found inapplicable to any particular parcel within Improvement Area No. 1 or Improvement Area No. 2, by a court of competent jurisdiction, the balance of this Ordinance and the application of the special tax to the remaining parcels within Improvement Area No. 1 or Improvement Area No. 2 shall not be affected.

Section 7. An Authorized Signatory shall sign this Ordinance and the Secretary shall cause the same to be published within fifteen (15) days after its passage at least once in a newspaper of general circulation.

Section 8. This Ordinance shall take effect 30 days from the date of final passage.

INTRODUCED by the California Municipal Finance Authority on June 23, 2023.

PASSED AND ADOPTED by the California Municipal Finance Authority this ____ day of July, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

* * * * *

I, the undersigned, a duly authorized official of the California Municipal Finance Authority, DO HEREBY CERTIFY that the foregoing ordinance was duly adopted by the Board of said Authority at a duly called meeting of the Board of said Authority held in accordance with law on July ____, 2023.

By: _____
Authorized Signatory

[Ordinance Levying Special Taxes - CMFA CFD No. 2023-7
(City of Elk Grove – Madeira Ranch)]

Index of Charities

Name	List Date	Page #
Age Well Senior Services	6/23/2023	1
Arts and Services for Disabled, Inc. dba Able Arts Work	6/23/2023	2
C.A.S.A. of Kings County, Inc.	6/23/2023	3
CASA of Tulare County	6/23/2023	4
Casa Romantica Cultural Center and Gardens	6/23/2023	5
CASA Youth Shelter	6/23/2023	6
Child Advocates of San Bernardino County	6/23/2023	7
Courage Foundation	6/23/2023	8
Court Appointed Special Advocate of Humboldt	6/23/2023	9
Court Appointed Special Advocate of San Benito County, Inc.	6/23/2023	10
Court Appointed Special Advocates of Del Norte County	6/23/2023	11
Court Appointed Special Advocates of Sacramento County	6/23/2023	12
Court Appointed Special Advocates of Stanislaus County	6/23/2023	13
Covenant House California, Inc	6/23/2023	14
Felidae Conservation Fund	6/23/2023	15
Give Us the Floor	6/23/2023	16
Heart of Ida	6/23/2023	17
Jewish Federation of Greater Long Beach & West Orange County	6/23/2023	18
Lassen Family Services, Inc.	6/23/2023	19
Lighthouse Counseling and Family Resource Center	6/23/2023	20
Lincoln Community Foundation	6/23/2023	21
Long Beach Youth Chorus	6/23/2023	22
PRIDE Industries	6/23/2023	23
Project R.I.D.E. Inc.	6/23/2023	24
Project Street Vet	5/19/2023	25
Saffyre Sanctuary, Inc.	6/2/2023	26
The Shine Project Foundation	6/23/2023	27
You Did It For Me, Inc.	6/23/2023	28

Index of Charities

Name

List Date

Page #

Youth Leadership Institute

6/23/2023

29

Age Well Senior Services
 23101 Lake Center Drive #325
 Lake Forest , CA 92630 County Orange
 www.agewellseniorservices.org

FEIN 93-1163563 Founded: 1975

Previous Donation: Yes No 10,000 4/30/2021 List Date 6/23/2023

Mission:

To promote, advocate and improve the quality of life, dignity, and independence of the elderly. Services that enable seniors to stay in their own home and maintain "Quality of Life," is what we are all about.

Meals on wheels and Congregate Meals Programs
 Transportation
 South County Adult Day Services
 Health and Wellness Program
 Case Management
 Senior Centers

Impact:

A donation would be restricted to the Dorothy Visser Senior Center.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$5,539,069	66.1%	
Contributions	2,331,774	27.8%	
Other	<u>512,264</u>	<u>6.1%</u>	
Total Revenue:	<u>\$8,383,107</u>	<u>100.0%</u>	
Expenses:			
Program	\$6,537,392	88.2%	
Administration	666,563	9.0%	
Fund Raising	<u>211,205</u>	<u>2.8%</u>	
Total Expenses:	<u>\$7,415,160</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$967,947</u>		
Net Assets:	<u>\$9,722,031</u>		

BOD: Steve Moyer; Ted Sanders; Joseph McKnight; Brent Lauer; Marlene Bridges; Ray Chicoine; Robert E. Bates; Rob Schaeffer; Anna T. Boyce; Robert Stegner

Arts and Services for Disabled, Inc. dba Able Arts Work

3626 E. Pacific Coast Hwy

Long Beach , CA 90804 County Los Angeles

ableartswork.org

FEIN 95-3658291 Founded: 1982

Previous Donation: Yes No

List Date 6/23/2023

Mission:

Historically individuals with autism and developmental disabilities were not afforded the same opportunities for inclusion that most of society is afforded and excluded from many educational, living, leisure and vocational opportunities in our community for a quality of life. Able ARTS Work was established in 1982 as a non-profit organization to provide inclusive services for individuals with developmental disabilities, autism and ALL people through the creative arts therapies and education, music, dance/movement, drama/theater, visual arts, media and digital arts. Over the last 39 years, Able ARTS Work has expanded to provided creative art services and opportunities to the broader community including marginalized and underserved communities, youth at risk, children in a school setting and art enthusiasts throughout Southern California.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$2,898,192	64.5%	
Contributions	1,582,056	35.2%	
Other	<u>11,190</u>	<u>0.2%</u>	
Total Revenue:	<u>\$4,491,438</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,675,778	74.8%	
Administration	754,577	21.1%	
Fund Raising	<u>147,284</u>	<u>4.1%</u>	
Total Expenses:	<u>\$3,577,639</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$913,799</u>		
Net Assets:	<u>\$2,814,056</u>		

BOD: Sebastian Icreti; Jay Dworsky; Lillian Romero-Gomez; Anna Goranson; Andrea Moriarty; Linda Fern; Megan Moghtaderi; Steve Goldstein; Rachel Gennawey; Rosalie Frankel

C.A.S.A. of Kings County, Inc.

101 N. Irwin St., Ste 110B

Hanford , CA 93230

County

Kings

www.casakingsco.org

FEIN

46-2896299

Founded: 2015

Previous Donation:

Yes

No

5,000

4/8/2022

List Date

6/23/2023

Mission:

Everyday innocent children who are victims of abuse and neglect become dependents of the court. This means that a judge will now decide their future. Will they be returned home, adopted, placed with relatives or remain in foster care? What is truly in their best interest? A CASA volunteer becomes the eyes and ears for the court, and someone the child can trust to speak for them.

Our community alone has over 600 abused and neglected children in the foster care system who would benefit greatly from having a CASA as their advocate. Studies have shown that foster children who had a CASA are more likely to receive needed services, more likely to be adopted, and half as likely to re-enter the foster care system.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2020

Revenues:	Amount	%	Notes
Government/Earned	\$50,685	12.3%	
Contributions	361,598	87.7%	
Other	<u>184</u>	<u>0.0%</u>	
Total Revenue:	<u>\$412,467</u>	<u>100.0%</u>	
Expenses:			
Program	\$294,587	71.3%	
Administration	90,012	21.8%	
Fund Raising	<u>28,507</u>	<u>6.9%</u>	
Total Expenses:	<u>\$413,106</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$639)</u>		
Net Assets:	<u>\$123,753</u>		

BOD: Bruce Kane; Michelle Weber; Kris Pedersen; Sheri Salazar; Robert Butts; Stuart Van Horn; Susan Tackett

CASA of Tulare County

1146 N. Chinowth

Visalia , CA 93291

County

Tulare

casatulareco.org

FEIN

77-0105876

Founded: 1985

Previous Donation: Yes No 45,000 4/8/2022 List Date 6/23/2023

Mission:

CASA of Tulare County speaks up for the innocent children who are victims of abuse and neglect —advocating for their safety and well-being by training community volunteers to represent their best interests and be their voice in court.

CASA of Tulare County is committed to the goal of providing a dedicated trained advocate for every innocent child entering the court dependency system. CASA will ensure that the child or youth’s basic physical and emotional needs are met and that he or she will have every opportunity available to succeed in school.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$772,891	55.1%	
Contributions	619,639	44.1%	
Other	<u>11,418</u>	<u>0.8%</u>	
Total Revenue:	<u>\$1,403,948</u>	<u>100.0%</u>	
Expenses:			
Program	\$875,191	79.3%	
Administration	205,766	18.6%	
Fund Raising	<u>22,898</u>	<u>2.1%</u>	
Total Expenses:	<u>\$1,103,855</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$300,093</u>		
Net Assets:	<u>\$1,128,731</u>		

BOD: Brian Albertoni; Shurene Curti; Russell P. Burke; Preeti Verma; Francie Langley; Robert Simeral; Enrique Benavides; Curtis Daugherty; Brandon Foster; Matt Graham; Cathy Herbst; Amrit Singh; Jeff Boswell; Mathias Daniels; Katie Smith; Sarah Perry +1

Casa Romantica Cultural Center and Gardens

415 Avenida Granada

San Clemente , CA 92672 County Orange

www.casaromantica.org

FEIN 33-0944424 Founded: 2000

Previous Donation: Yes No 5,000 4/30/2021 List Date 6/23/2023

Mission:

The Mission of the Casa Romantica Cultural Center and Gardens is to enrich all who encounter this historic, oceanfront estate and its gardens. To achieve our mission we (1) Provide educational and cultural opportunities for all ages and backgrounds, with special emphasis on programs for children and families; (2) Present a spectrum of the performing, literary and visual arts; (3) Offer garden experiences unique to the California coastal environment; and (4) Celebrate our local and Southern California history, architecture, and culture.

As a consequence of the landslide on April 27th and the dynamics of the situation, Casa Romantica Cultural Center and Gardens has found itself in the position of asking for emergency assistance. With our Building Hope, Preserving History campaign, Casa Romantica aims to raise \$250,000 by June 30th, 2023.

Impact:

A donation would assist the organization to continue its mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$830,275	50.1%	
Contributions	792,782	47.8%	
Other	<u>34,442</u>	<u>2.1%</u>	
Total Revenue:	<u>\$1,657,499</u>	<u>100.0%</u>	
Expenses:			
Program	\$932,239	74.8%	
Administration	162,986	13.1%	
Fund Raising	<u>150,365</u>	<u>12.1%</u>	
Total Expenses:	<u>\$1,245,590</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$411,909</u>		
Net Assets:	<u>\$2,640,284</u>		

BOD: Ruth DeNault; David Westendorf; Gordon H. Olson; Bonnie Koch; Marrie Chang; Anne Debs; Noel Helm; Gayle Pereira-Higgins; David Peter; Scot Proud; Kitty Schmitt; Greg Stoutenburgh; John Wohlfiel

CASA Youth Shelter
 10911 Reagan Street
 Los Alamitos , CA 90720 County Orange
 www.casayouthshelter.org

FEIN 95-3218061 Founded: 1978

Previous Donation: Yes No 10,000 8/5/2016 List Date 6/23/2023

Mission:

Our Mission

Casa Youth Shelter serves and nurtures youth in crisis with shelter, counseling, and support services, empowering them to come through their crisis with increased confidence, stability, and tools for continued growth.

Our Vision

A community where all adolescents in crisis have a safe place to stay, in an environment that promotes personal growth and healthy relationships.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$233,100	13.1%	
Contributions	1,382,434	77.6%	
Other	<u>165,673</u>	<u>9.3%</u>	
Total Revenue:	<u>\$1,781,207</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,237,899	75.1%	
Administration	268,171	16.3%	
Fund Raising	<u>141,681</u>	<u>8.6%</u>	
Total Expenses:	<u>\$1,647,751</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$133,456</u>		
Net Assets:	<u>\$4,263,353</u>		

BOD: Amy Lakin; Sandra McElroy; Nesi Stewart; Kevin Boylan; David Basok; Gina Cappannelli; Karen Klabouch; Kenny Brandyberry; Chief Eric Nunes; Susan Morales; Nasir Tejani; Emil Jorge; Judy Klabouch; Nicole Madison; Luciann Maulhardt; Corrie Burks; Kelly Perry;

Child Advocates of San Bernardino County

PO Box 519

Rialto , CA 92377 County San Bernardino

www.casaofsb.org

FEIN 33-0362613 Founded: 1984

Previous Donation: Yes No 5,000 3/18/2022 List Date 6/23/2023

Mission:

In San Bernardino County, there are over 9,000 children and youth living in foster care. They are not only victims of abuse and neglect, but as a result have been removed from their homes and family and placed into foster care. Left with little or no consistent guiding presence in their lives, they are often lost, confused, and alone. Sadly, they then must learn how to survive and navigate the complicated and overburdened child welfare system. Every day Court Appointed Special Advocates (C.A.S.A.) volunteers mentor and advocate for the best interests of abused and neglected children in the courtroom, the classroom, and the health care system. Volunteer advocates—empowered directly by the courts—offer judges the critical information they need to ensure that each child’s rights and needs are being attended to while in foster care. Volunteers become the voice for their appointed child.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$806,152	68.6%	
Contributions	362,031	30.8%	
Other	<u>7,482</u>	<u>0.6%</u>	
Total Revenue:	<u>\$1,175,665</u>	<u>100.0%</u>	
Expenses:			
Program	\$809,503	81.8%	
Administration	142,807	14.4%	
Fund Raising	<u>37,780</u>	<u>3.8%</u>	
Total Expenses:	<u>\$990,090</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$185,575</u>		
Net Assets:	<u>\$309,899</u>		

BOD: Michael Koenig; Patrick Flaherty; Cathy Cimbalo; Jocelyn Harris; Susan Taylor; James E McGee; Ryan Holloway; Kellie Byward; Jeannine Meza; George D. Hernandez;

Courage Foundation
 2126 Red Gap Ct.
 Encinitas , CA 92024 County San Diego
 couragefoundationusa.org

FEIN 81-3196323 Founded: 2016

Previous Donation: Yes No List Date 6/23/2023

Mission:

The Courage Foundation’s mission is to foster post-traumatic growth, restore purpose and transform lives through integrative self-awareness, physical health, mental toughness, emotional resilience and spiritual well-being.

Courage Foundation educates, equips and empowers veterans living with Post-Traumatic Stress (PTS) with the skills, resources and training to thrive. We seek to restore a sense of purpose, hope and connection for veterans with PTS who desire to cultivate more meaningful and courageous lives.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	231,865	100.0%	
Other			
Total Revenue:	<u>\$231,865</u>	<u>100.0%</u>	
Expenses:			
Program	\$134,088	94.2%	
Administration			
Fund Raising	<u>8,279</u>	<u>5.8%</u>	
Total Expenses:	<u>\$142,367</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$89,498</u>		
Net Assets:	<u>\$169,026</u>		

BOD: Mark Divine; Gregory J. Slovanic; Bacho Vega; Stephanie Hightower; Glenn Bland; Jim Thompson; Frank Podany; Jason Brahim; Bruce Schultz

Court Appointed Special Advocate of Humboldt

2356 Myrtle Avenue

Eureka , CA 95501 County Humboldt

humboldtcasa.org

FEIN 68-0243040 Founded: 1991

Previous Donation: Yes No 5,000 2/4/2022 List Date 6/23/2023

Mission:

CASA Advocates are volunteers. They are not social workers. They are not paid. CASA Advocates are people just like you. They are educators, service workers, retired folks, and foster kids who have aged out of the system. CASA Adovcates are volunteers that promise to represent stability and safety to children in the foster care system, who often have none.

CASA of Humboldt is a 501c(3) non-profit organization. We are members of both California CASA and National CASA.

There are over 14,000 children in the foster care system, in California alone. To thrive, these kids need consistency and connectedness in their lives. A CASA volunteer, or Court Appointed Special Advocate, is devoted to providing all of this to youth in foster care by helping one-on-one as a court advocate, mentor, role model, champion, friend, and beacon of hope.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$195,207	58.7%	Loss on investments resulted in a negative in Other income
Contributions	277,634	83.5%	
Other	<u>(140,368)</u>	<u>-42.2%</u>	
Total Revenue:	<u>\$332,473</u>	<u>100.0%</u>	
Expenses:			
Program	\$252,390	53.1%	
Administration	101,619	21.4%	
Fund Raising	<u>121,726</u>	<u>25.6%</u>	
Total Expenses:	<u>\$475,735</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$143,262)</u>		
Net Assets:	<u>\$1,370,147</u>		

BOD: Samantha Day; Jessica Estes; John Gracyalny; Allison Tans; Jason Baxter; Madison Goddard; Madison Stefaniuk

Court Appointed Special Advocate of San Benito County, Inc.

829 San Benito Street #200

Hollister , CA 95023 County San Benito

casasanbenito.org

FEIN 45-2881517 Founded: 2012

Previous Donation: Yes No 5,000 3/18/2022 List Date 6/23/2023

Mission:

Our mission is to train and support community volunteers who advocate for abused or neglected children placed in foster care; upholding the children's rights while pursuing a safe and permanent home.

CASA's advocacy focuses on the best interest of the child and is primarily broken down into four areas: placement, health matters, education, and social development.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990-EZ for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	165,565	100.0%	
Other			
Total Revenue:	<u>\$165,565</u>	<u>100.0%</u>	
Expenses:			
Program	\$149,594	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$149,594</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$15,971</u>		
Net Assets:	<u>\$122,867</u>		

BOD: Pat Moore; Gene Hopp; Valerie Westerdale; Ashley Rule; Dave Meraz; Adriana Lopez-Hillebrecht; John Schilling; Jean Murray; Mark Vivian

Court Appointed Special Advocates of Del Norte County

579 Highway 101 South

Crescent City , CA 95531 County Del Norte

www.casadn.org

FEIN 68-0484676 Founded: 2006

Previous Donation: Yes No 10,000 2/4/2022 List Date 6/23/2023

Mission:

CASA of Del Norte will support and assist children in the Juvenile Court process by providing well-trained volunteers to advocate objectively in the child's best interest.

Impact:

A donation would be designated for the CASA program

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$345,616	78.8%	
Contributions	92,966	21.2%	
Other			
Total Revenue:	<u>\$438,582</u>	<u>100.0%</u>	
Expenses:			
Program	\$175,157	66.2%	
Administration	89,551	33.8%	
Fund Raising			
Total Expenses:	<u>\$264,708</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$173,874</u>		
Net Assets:	<u>\$406,534</u>		

BOD: Jan Moorehouse; Robert Black; Connie Gilman; Robert Lasocco; Christine Jones; Kevin Hawkins; Roger Bodenstab; Don Olson; Doug Plack; Laura Pincombe; Thomas C. Rector; Christine Slette

Court Appointed Special Advocates of Sacramento County

PO Box 278383

Sacramento , CA 958278383 County Sacramento

sacramentocasa.org

FEIN 68-0257139 Founded: 1991

Previous Donation: Yes No 5,000 4/8/2022 List Date 6/23/2023

Mission:

The CASA Mission: Ensuring consistency and support for children in the foster care system through the use of volunteer advocates advancing the best interests of each child.

Nearly 60,000 of California’s children are in foster care because they have been abused, neglected, or abandoned. In many cases these children become victims a second time — in an overburdened child welfare system that cannot pay close attention to each child whose life is in its hands.

The volunteer gets to know the child and then lets the judge and others in the child welfare system know the child’s perspective and the child’s needs.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$603,088	39.9%	
Contributions	905,400	59.9%	
Other	<u>3,119</u>	<u>0.2%</u>	
Total Revenue:	<u>\$1,511,607</u>	<u>100.0%</u>	
Expenses:			
Program	\$926,380	83.3%	
Administration	185,101	16.7%	
Fund Raising			
Total Expenses:	<u>\$1,111,481</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$400,126</u>		
Net Assets:	<u>\$991,491</u>		

BOD: Diane Koellen; Elizabeth Leet Jackson; Eric Jones; Jeannie Benoist; Justin Draper; Barbara Flanigan; Brochton Kaveny; Angelique Keys; Jeanne Reaves; Kristi Rolak; Tracy Simmons; Benush Venugopal; Alan Wolf; Carol Noreen

Court Appointed Special Advocates of Stanislaus County

PO Box 3488

Modesto , CA 95353 County Stanislaus

www.casaofstanco.org

FEIN 91-2168629 Founded: 2006

Previous Donation: Yes No 5,000 4/8/2022 List Date 6/23/2023

Mission:

The mission of CASA is to ensure a safe, permanent and nurturing home for every abused and/or neglected child in Stanislaus County by providing a highly-trained volunteer to advocate for them within the dependency court system.

The goal of CASA volunteer advocates is to prevent abused, neglected and abandoned children from becoming lost in the foster care system by providing individual and high quality advocacy to the foster children we serve.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$350,602	47.9%	
Contributions	380,523	52.0%	
Other	<u>257</u>	<u>0.0%</u>	
Total Revenue:	<u>\$731,382</u>	<u>100.0%</u>	
Expenses:			
Program	\$459,154	76.0%	
Administration	55,071	9.1%	
Fund Raising	<u>90,159</u>	<u>14.9%</u>	
Total Expenses:	<u>\$604,384</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$126,998</u>		
Net Assets:	<u>\$564,016</u>		

BOD: Natalia Diryawush; Nico Torres; Denise Duroy; Jill Aja-Yates; Kenia Guillen; Sandy Marks; Brad Morad; Nana Redell; Maria Vivas; Holly Zacharia

Covenant House California, Inc

1325 North Western Avenue

Los Angeles , CA 90027 County Los Angeles

covenanthousecalifornia.org

FEIN

13-3391210

Founded: 1986

Previous Donation: Yes No 20,000 6/30/2022 List Date 6/23/2023

Mission:

Covenant House California is dedicated to serving all God’s children, with absolute respect and unconditional love, to help youth experiencing homelessness, and to protect and safeguard all youth in need.

We believe that no young person deserves to be homeless; that every young person in California deserves shelter, food, clothing, education... and most importantly, to be loved. And we believe that it is our responsibility, as a community, to ensure that young people are given the opportunities that they deserve to achieve their dreams.

Our doors are open to youth and staff regardless of their race, religion, sexual orientation, gender identity or expression.

Impact:

A donation would be designated for their Day of Service program.

Financial Information:

IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$9,680,823	47.7%	
Contributions	10,516,622	51.8%	
Other	<u>91,918</u>	<u>0.5%</u>	
Total Revenue:	<u>\$20,289,363</u>	<u>100.0%</u>	
Expenses:			
Program	\$19,417,089	95.6%	
Administration	343,678	1.7%	
Fund Raising	<u>548,748</u>	<u>2.7%</u>	
Total Expenses:	<u>\$20,309,515</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$20,152)</u>		
Net Assets:	<u>\$20,540,141</u>		

BOD: Omid Yazdi; Michael Kibler; Edyth Adedeji; Fred Ali; Gus Anagnos; William Brodhead; Mia DeMontigny; Kristine Dunn; Joy Erven; Landis Graden; Jacqueline Guichelaar; Paul Hanneman; Ilene Harker; Ricardo Hartigan; Dennis Jilot; Daryl Kueter; +6

Felidae Conservation Fund
 100 Shoreline Highway, Suite 100B

Mill Valley , CA 94941 County Marin

felidaefund.org

FEIN 20-5089093 Founded: 2006

Previous Donation: Yes No 10,000 6/24/2022 List Date 6/23/2023

Mission:

We believe in a future where we protect these important members of our local ecosystems. We can live safely alongside them!

Felidae Conservation Fund uses innovative research, education, and technology to heal the relationship between humans and all types of wild cats. Especially where our worlds collide: the urban edge. To do this, we use a combination of forward-looking research and education. We want to show you that big cats can be a benefit to humanity and drive meaningful change in the natural world.

Impact:

A donation would assist the organization in their Puma Project

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	237,186	100.0%	
Other	<u>73</u>	<u>0.0%</u>	
Total Revenue:	<u>\$237,259</u>	<u>100.0%</u>	
Expenses:			
Program	\$163,367	92.0%	
Administration	13,271	7.5%	
Fund Raising	<u>1,019</u>	<u>0.6%</u>	
Total Expenses:	<u>\$177,657</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$59,602</u>		
Net Assets:	<u>\$552,435</u>		

BOD: Michael Land; Michelle Friend; Sharon Osberg; Conor McGrath; Jay Ruffin; Tom Tompkins; Jahan Alamzad; Kevin Clark; Catherine Principe; Imran Khan

Give Us the Floor
 456 Montgomery Street, Suite 1288
 San Francisco , CA 94104 County San Francisco
 giveusthefloor.org

FEIN 47-4343977 Founded: 2015

Previous Donation: Yes No 55,000 5/20/2022 List Date 6/23/2023

Mission:

Our Mission: To create and support a safe and trustworthy environment where we, as teenagers, know that whatever challenge we struggle with, Give Us The Floor is THE community where we will find peers that have faced or are facing the same challenges. A community where teens encourage, support each other and understand they're not alone.

Our Vision: If teenagers can share freely and safely with peers the difficulties they go through, if they can safely voice the challenges they face, there is no more stigma nor taboo and it allows them to believe in themselves and in their future.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$23,659	14.3%	
Contributions	142,204	85.7%	
Other	<u>57</u>	<u>0.0%</u>	
Total Revenue:	<u>\$165,920</u>	<u>100.0%</u>	
Expenses:			
Program	\$249,444	84.6%	
Administration	7,654	2.6%	
Fund Raising	<u>37,663</u>	<u>12.8%</u>	
Total Expenses:	<u>\$294,761</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$128,841)</u>		
Net Assets:	<u>\$204,957</u>		

BOD: Marylene Delbourg-Delphis; Valerie Grison-Alsop; Rodger Kobayashi; Carolyn Carpeneti; Michael Ruchtik; Nicolle Aleman

Heart of Ida
 1150 E. 4th Street
 Long Beach , CA 90802 County Los Angeles
 heartofida.org

FEIN 27-1105150 Founded: 2008

Previous Donation: Yes No List Date 6/23/2023

Mission:

Our Vision:

The Heart of Ida envisions a community where every senior has the support they need to live independently and thrive, including feeling heard, appreciated, connected, safe, and cared for.

Our Mission:

The Heart of Ida supports Long Beach seniors in need with programs and services that sustain independence and connection within their community.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990-EZ for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	179,098	100.0%	
Other			
Total Revenue:	<u>\$179,098</u>	<u>100.0%</u>	
Expenses:			
Program	\$143,282	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$143,282</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$35,816</u>		
Net Assets:	<u>\$108,432</u>		

BOD: Eric C. Berg; Garrett Brief; Ann-Marie Gabel; Amy Opheim; Laura Doyle; Tom Leary; Bryn Siegel

Jewish Federation of Greater Long Beach & West Orange County

3801 East Willow Street

Long Beach , CA 90815 County Los Angeles

www.jewishlongbeach.org

FEIN 95-1647830 Founded: 1948

Previous Donation: Yes No

List Date 6/23/2023

Mission:

The Alpert JCC is a place where individuals, families, and communities come together for Jewish culture, child care, fitness, recreation, and socializing in a safe and inclusive environment. **All are welcome here.**

The Alpert Jewish Community Center of Long Beach provides programs and services that contribute to the sound development of individuals of all ages and offers opportunities to enhance an appreciation of Jewish and democratic values in Long Beach and West Orange County.

The Alpert JCC is a program of the Jewish Federation of Greater Long Beach & West Orange County.

Impact:

A donation would be restricted to the Alpert JCC

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	2,573,700	83.5%	
Other	<u>510,416</u>	<u>16.5%</u>	
Total Revenue:	<u>\$3,084,116</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,123,491	68.2%	
Administration	665,276	21.4%	
Fund Raising	<u>323,071</u>	<u>10.4%</u>	
Total Expenses:	<u>\$3,111,838</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$27,722)</u>		
Net Assets:	<u>\$38,998,450</u>		

BOD: Dr. Richard Marcus; Edie Brodsky; Linda Waltzman; Beth Sterling; Anna Salusky; Dr. Barry Zamost; Sara Brown; Dr. Aaron Kern; Shelley Carl; Richard Lipeles + 16 at large

Lassen Family Services, Inc.
1306 Riveerside Drive, PO Box 710

Susanville , CA 96130 County Lassen

lassenfamilyservices.org

FEIN 94-2691072 Founded: 1988

Previous Donation: Yes No 30,000 2/25/2022 List Date 6/23/2023

Mission:

Lassen Family Services, Inc. CASA was founded in 1996 to advocate for children. Children who have been abused or neglected and who are under the jurisdiction of the Juvenile Dependency Court in Lassen County.

Since 1996 LFS CASA has been able to serve over 500 children from Lassen County. Currently LFS CASA is serving 45 children with 25 children on the waitlist, waiting for a CASA.

Lassen Family Services provides multiple programs for the community. Any donation would be directed to support their CASA program.

Impact:

A donation would be directed to support their CASA program.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$1,886,475	96.5%	
Contributions	69,108	3.5%	
Other	Z	0.0%	
Total Revenue:	<u>\$1,955,590</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,831,807	98.1%	
Administration	34,759	1.9%	
Fund Raising			
Total Expenses:	<u>\$1,866,566</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$89,024</u>		
Net Assets:	<u>\$644,813</u>		

BOD: Christine DeForest; Erik Beck; Donna Weeks; Joe Comino; Karen Rollings

Lighthouse Counseling and Family Resource Center

110 Gateway Drive, Suite 210

Lincoln , CA 95648 County Placer

lighthousefrc.org

FEIN 35-2252834 Founded: 2005

Previous Donation: Yes No 20,000 6/24/2022 List Date 6/23/2023

Mission:

We help individuals and families heal by providing counseling, educational classes, and easy access to resources.

Lighthouse is a full-service Counseling & Family Resource Center serving approximately 3,000 Placer County residents each year. Lighthouse's reputation for providing quality services to individuals and families in need continues to grow and over time has received numerous awards.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$1,975,216	89.3%	
Contributions	233,965	10.6%	
Other	<u>2,126</u>	<u>0.1%</u>	
Total Revenue:	<u>\$2,211,307</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,841,588	95.9%	
Administration	39,926	2.1%	
Fund Raising	<u>37,850</u>	<u>2.0%</u>	
Total Expenses:	<u>\$1,919,364</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$291,943</u>		
Net Assets:	<u>\$1,123,619</u>		

BOD: Michael Tronnes; Juliette Robertson; Cherri Spriggs; Shanti Landon; Dawn Clayton; Jose Maria Diaz; Mary Green; Aldo Pineschi; Hassib Rostami; Maria Salcedo-Bautista; Brandon Sanders

Lincoln Community Foundation

600 6th Street

Lincoln , CA 95648 County Placer

www.lincolncommunityfoundation.org

FEIN 73-1677611 Founded: 2003

Previous Donation: Yes No 20,000 6/24/2022 List Date 6/23/2023

Mission:

The Lincoln Community Foundation was established in 2003. Thanks to a single generous contribution an endowment was gifted to initiate an investment fund. The Foundation continuously seeks and receives donations and gifts to bolster the investment. Interest earned from this investment is used to award grants to local nonprofit groups that better our community. We are a community leader coordinating resources to create positive change.

We inspire philanthropy to strengthen our community by:

- Acting as a Catalyst for community improvement programs
- Being a Trustee for community resources
- Investing in our community through grant programs

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	28,237	99.6%	
Other	<u>103</u>	<u>0.4%</u>	
Total Revenue:	<u>\$28,340</u>	<u>100.0%</u>	
Expenses:			
Program	\$88,275	88.1%	
Administration	11,895	11.9%	
Fund Raising			
Total Expenses:	<u>\$100,170</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$71,830)</u>		
Net Assets:	<u>\$649,911</u>		

BOD: Edythe Ternullo; Rosemary Knutson; Claire Luke; Stan Nader; Kris Knutson; Linda Maxwell; Stephanie Berger; Jan Bedwell; Gary McDonald

Long Beach Youth Chorus
2902 Petaluma Ave
Long Beach , CA 90815 County Los Angeles
longbeachyouthchorus.org

FEIN 88-3585885 Founded: 2022

Previous Donation: Yes No

List Date 6/23/2023

Mission:

Our mission is to develop the appreciation of choral music and musical talent among young people from diverse backgrounds in a mutually supportive environment.

Our vision is to be a diverse multi-chorus organization that provides every child in the region the opportunity to perform in a choir and gives them the life-changing skills that choral singing can develop.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: N/A Organization has not been in operation for a full Fiscal Year

Revenues:	Amount	%	Notes
-----------	--------	---	-------

Government/Earned

Contributions

Other

Total Revenue:

Expenses:

Program

Administration

Fund Raising

Total Expenses:

Excess/(Deficit) of

Revenues Over Expenses:

Net Assets:

BOD: Denean Dyson; Susan Wright; Mary E. Parton; Lynda DeWitt; Cathy Iles; Lynn Meldrum; Katharin Rundus

PRIDE Industries
 10030 Foothills Blvd.
 Roseville , CA 95747 County Placer
 prideindustries.com

FEIN 94-1650529 Founded: 2000

Previous Donation: Yes No 40,000 6/24/2022 List Date 6/23/2023

Mission:

At the heart of everything we do is our mission to create jobs for people with disabilities. But we also care deeply about our customers’ missions and business, and we are dedicated to delivering competitive, custom business solutions that will exceed their expectations and help them fulfill their goals.

Through teamwork, in a culture where we respect, value, and appreciate all differences, we create a challenging and rewarding environment with a passion for customer service. We are energized knowing that our efforts make a positive difference in the communities we serve.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$258,092,352	100.4%	Other includes loss on asset impairment of - \$2,117,857
Contributions	695,146	0.3%	
Other	<u>(1,822,534)</u>	<u>-0.7%</u>	
Total Revenue:	<u>\$256,964,964</u>	<u>100.0%</u>	
Expenses:			
Program	\$206,834,926	88.4%	
Administration	26,850,874	11.5%	
Fund Raising	<u>348,403</u>	<u>0.1%</u>	
Total Expenses:	<u>\$234,034,203</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$22,930,761</u>		
Net Assets:	<u>\$48,252,061</u>		

BOD: 30 Board Members

Project R.I.D.E. Inc.
 PO Box 159
 Elk Grove , CA 95759 County Sacramento
 www.projectride.org

FEIN 94-2778565 Founded: 2006

Previous Donation: Yes No 50,000 6/24/2022 List Date 6/23/2023

Mission:

Project R.I.D.E. offers therapeutic recreational horseback riding instruction to over 600 riders with disabilities or special needs. Our goal is to improve physical, emotional and social functioning through participation in a highly structured and safe program. Riders’ interaction with carefully selected and trained horses improves their balance, posture, flexibility, sensory awareness and endurance in addition to increasing confidence, self-esteem, self-discipline, motivation, attention span and integration with non-disabled peers.

Our program certainly has therapeutic benefits, but it is recreational in nature and is meant to be a fun activity that aligns with the goals of other therapeutic interventions.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2021

Revenues:	Amount	%	Notes
Government/Earned	\$48,680	11.4%	
Contributions	369,236	86.7%	
Other	<u>8,099</u>	<u>1.9%</u>	
Total Revenue:	<u>\$426,015</u>	<u>100.0%</u>	
Expenses:			
Program	\$231,973	72.5%	
Administration	73,449	22.9%	
Fund Raising	<u>14,738</u>	<u>4.6%</u>	
Total Expenses:	<u>\$320,160</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$105,855</u>		
Net Assets:	<u>\$1,229,742</u>		

BOD: Kim Hettrick; Leon Vanderspek; Mark Schwan; Gretchen Brink; Duane Tadlock; Wayne Davis; Sandy Hastie; Eric McDonald; Amy Souza

Project Street Vet
 516 Solar Road NW
 Albuquerque New Mexico , CA 87101 County NA
 projectstreetvet.org

FEIN 85-1158446 Founded: 2020

Previous Donation: Yes No List Date 5/19/2023

Mission:

Project Street Vet is a 501 (c)(3) non-profit public charity that provides free veterinary care, treatment, and support to the pets of individuals experiencing homelessness and/or housing vulnerability.

Project Street Vet was founded by Dr. Kwane Stewart, who for the past decade has provided free veterinary care to pets of people experiencing homelessness – walking areas of high homelessness to seek pets and pet parents in need. **Street Vet Work is currently done mainly in San Diego and Los Angeles**

We are committed to protecting the human-animal bond that is so vital to the livelihood of pets and the people who love them. Leading with compassion, kindness, and no judgments, will we seek out and assist the pets and people who need it most.

Impact:

A donation would be directed to California.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	488,749	100.0%	
Other			
Total Revenue:	<u>\$488,749</u>	<u>100.0%</u>	
Expenses:			
Program	\$200,941	58.0%	
Administration	100,333	28.9%	
Fund Raising	<u>45,467</u>	<u>13.1%</u>	
Total Expenses:	<u>\$346,741</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$142,008</u>		
Net Assets:	<u>\$264,213</u>		

BOD: Kwane Stewart; Ian Stewart; Sandra Salazar; Dorit Dowler-Guerrero; Carson Saporta; Nichole Weinstein

Saffyre Sanctuary, Inc.

PO Box 921708

Sylmar , CA 91392 County Los Angeles

www.saffyresanctuary.org

FEIN 27-0333811 Founded: 2009

Previous Donation: Yes No List Date 6/2/2023

Mission:

Saffyre Sanctuary, located in Los Angeles, California, is a horse rescue and rehabilitation program that cares for horses that have been abandoned, abused, or neglected. By allowing them to rediscover their true nature, we provide every opportunity for them to experience the possibility of enjoying a second career, or offer them a well deserved retirement due to soundness issues, age, or owner hardships.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990-EZ for 2022

Revenues:	Amount	%	Notes
Government/Earned	\$13,680	7.3%	
Contributions	172,678	92.3%	
Other	<u>640</u>	<u>0.3%</u>	
Total Revenue:	<u>\$186,998</u>	<u>100.0%</u>	
Expenses:			
Program	\$190,566	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$190,566</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$3,568)</u>		
Net Assets:	<u>\$65,200</u>		
BOD: Esta Bernstein; Lori Reyes; Ken Del Alcazar; Catherine Del Castillo; Audrey Jorgensen; Linda Kiefer			

The Shine Project Foundation

4021 Layang Layang Cir

Carlsbad , CA 92008 County San Diego

www.theshineprojectfoundation.org

FEIN 46-4071119 Founded: 2014

Previous Donation: Yes No List Date 6/23/2023

Mission:

The Shine Project Foundation helps to bridge the gap between families with children, teens, and young adults with special needs and local communities by partnering with businesses and organizations.

We provide enrichment projects, events, and opportunities to help them explore their interests, creative skills, develop social, communication, life, recreation and vocational skills, make connections with other friends, families, and local resources, give access to their community, spread awareness, and most importantly helps them to SHINE!

All of our events are free to special needs families and made possible with community support, donations, sponsorships, and volunteers.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	62,787	100.0%	
Other			
Total Revenue:	<u>\$62,787</u>	<u>100.0%</u>	
Expenses:			
Program	\$62,177	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$62,177</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$610</u>		
Net Assets:	<u>\$8,218</u>		

BOD: Cheryl Williams; Rob Williams; Guusje Bendler

You Did It For Me, Inc.

P.O. Box 191076

San Diego , CA 92159 County San Diego

youdidit4me.org

FEIN 83-2806042 Founded: 2018

Previous Donation: Yes No 60,000 6/24/2022 List Date 6/23/2023

Mission:

For thousands of vulnerable individuals trying to thrive in San Diego East County, You Did It For Me Inc. offers companionship and resources for securing and maintaining housing, food, healthcare, education, and work through a network of outreach workers, service providers, public organizations, faith communities and volunteers. We do not have participation in religious activities as a requirement for receiving service.

We are currently working to expand infrastructure and services to meet the increasing demand of people in San Diego East County trying to avoid, survive in, and emerge from, homelessness.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

From organization - FYE 2022

Revenues:	Amount	%	Notes
Government/Earned			The organization is incorporated as a religious exempt organization but does not require any religious actions from recipients of their work. The Administrative costs for a start up program are usually greater than a manure program.
Contributions	36,034	100.0%	
Other	<u>10</u>	<u>0.0%</u>	
Total Revenue:	<u>\$36,044</u>	<u>100.0%</u>	
Expenses:			
Program	\$16,020	48.3%	
Administration	17,125	51.7%	
Fund Raising			
Total Expenses:	<u>\$33,145</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$2,899</u>		
Net Assets:	<u>\$55,832</u>		

BOD: Margherita (D'Angelo) Stutz; Anna Marie Piconi Snyder; Angelina (Angie) Stuart; Monica Wiley

Youth Leadership Institute
 209 9th Street #200
 San Francisco , CA 94103 County San Francisco
 yli.org

FEIN 68-0184712 Founded: 1989

Previous Donation: Yes No List Date 6/23/2023

Mission:

Young people – particularly youth of color and their allies – are deeply motivated to address inequities in their communities. At Youth Leadership Institute, young people realize their power by learning to use their voices to create meaningful change.

We work within coalitions and with elected officials to promote policy change that makes our communities more equitable and just for young people, especially young people of color. And it’s paying off with over 130 policy wins so far.

Change happens when conversations take place. At yli, we believe that conversations of real significance only occur when all voices are heard. And we’re here to ensure that youth voice is heard. Loud and clear.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information: IRS Form 990 for FY 2022

Revenues:	Amount	%	Notes
Government/Earned	\$4,428,685	49.6%	
Contributions	4,505,381	50.4%	
Other	<u>3,006</u>	<u>0.0%</u>	
Total Revenue:	<u>\$8,937,072</u>	<u>100.0%</u>	
Expenses:			
Program	\$5,708,884	79.2%	
Administration	1,400,843	19.4%	
Fund Raising	<u>99,599</u>	<u>1.4%</u>	
Total Expenses:	<u>\$7,209,326</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$1,727,746</u>		
Net Assets:	<u>\$4,182,359</u>		

BOD: Kristin Belden; Joshua Espulgar Rowe; John Gonzalez; Laura Harmon; Kaitlin Ketchum; Richard A. Perez; Elizabeth Romero; Luke Torres