

**NOTICE AND AGENDA
OF REGULAR MEETING OF GOVERNING BOARD OF
SAN MATEO COUNTY JOINT POWERS FINANCING AUTHORITY**

Notice is hereby given of the time and place of a regular meeting of the Governing Board of the San Mateo County Joint Powers Financing Authority (the "Authority") and of the business to be transacted at said meeting. Said meeting is to be held at the time and place hereinafter set forth:

*****BY VIDEOCONFERENCE ONLY*****

Subject to Authority approval, this meeting of the Authority will be held by teleconference only pursuant to Government Code Section 54953(e). No physical location will be available for the meeting. However, members of the public will be able to participate in the meeting remotely via the Zoom platform. For remote public participation instructions, please see below.

*Please see instructions for written and spoken public comments at the end of this agenda.

Time: 11:00 a.m.

Date: Wednesday, October 27, 2021

Place: Zoom Videoconference Link: <https://smcgov.zoom.us/j/92245183994>

Or via Dial-in: (669) 900-6833

Meeting ID: 922 4518 3994

The agenda of said meeting shall be as follows:

1. Roll Call
2. Welcome and introductions
3. Adopt a resolution finding that, as a result of the continuing COVID-19 pandemic state of emergency declared by Governor Newsom, meeting in person for meetings of the Joint Powers Financing Authority would present imminent risks to the health or safety of attendees.
4. Public Comment
5. Approval of the Minutes for May 26, 2021 meeting
6. Update on completion of 2021 lease revenue bond financing
7. Update on current capital projects
8. Other Business (*Discussion only*)
 - Discuss date of next meeting
9. Adjournment

*Public Participation – Written Public Comments:

- Written public comments should be emailed to rmanchia@scmgov.org and sgolestan@smcgov.org and should include the specific agenda item on which you are commenting, or note that your comment concerns an item that is not on the agenda or is on the consent agenda.
- The length of the emailed comment should be commensurate with the two minutes customarily allowed for verbal comments, which is approximately 250-300 words.
- Written comments received by 5:00 p.m. on the day before the meeting will be distributed to the Members of the JPFA Board and made publicly available on the JPFA's agenda webpage. The Clerk will make every effort to read emails received after that time but cannot guarantee such emails will be read during the meeting, although such emails will still be included in the administrative record.

***Public Participation – Spoken Public Comments:**

- Spoken public comments will be accepted during the meeting through Zoom (see Zoom link on the first page of the Agenda)
- You may download the Zoom client or connect to the meeting using an internet browser. If using your browser, make sure you are using a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer.
- You will be asked to enter an email address and name. We request that you identify yourself by name as this will be visible online and will be used to notify you that it is your turn to speak.
- When the Board President or Clerk of the Board calls for the item on which you wish to speak, click on “raise hand.” The Clerk will activate and unmute speakers in turn. Speakers will be notified shortly before they are called to speak.
- For any questions or concerns regarding Zoom, including troubleshooting, privacy, or security settings, please contact Zoom directly.

Public records that relate to any item on the open session agenda for a regular board meeting are available for public inspection. Those records that are distributed less than 72 hours prior to the meeting are available for public inspection at the same time they are distributed to all members, or a majority of the members of the JPFA Board. The JPFA Board has designated the office of the Clerk of the Board of Supervisors, located at 400 County Center, Redwood City, CA 94063, for the purpose of making those public records available for inspection. Documents and upcoming meetings are also available on the JPFA's website at <https://cmo.smcgov.org/joint-powers-financing-authority>.

AFFIDAVIT OF POSTING AND OF MAILING OF NOTICE

STATE OF CALIFORNIA)

COUNTY OF SAN MATEO)

Roberto Manchia hereby declares that he is a citizen of the United States of America, over the age of 18 years; that at all times herein mentioned he was an employee of the County of San Mateo; that acting for the Governing Board of the San Mateo County Joint Powers Financing Authority he posted on October 21, 2021, at County Government Building, 400 County Center, Redwood City, California, a location freely accessible to members of the public, and emailed on October 21, 2021 a Notice of Regular Meeting of the Governing Board, a copy of which is attached hereto, addressed to each member of the Governing Board on list attached hereto; and that on said day there was regular communication sent electronically to the members' names shown on the attached list.

Dated: October 21, 2021 at Redwood City, California.

I declare under penalty of perjury that the foregoing is true and correct.



Joint Powers Financing Authority Board Members

Paul T. Scannell

Thomas F. Casey

John M. Gemello

Donna Vaillancourt

Jim Saco

To: Honorable Members of the Joint Powers Financing Authority
From: Robert Manchia, Assistant Secretary
Subject: Resolution to make findings allowing continued remote meetings under Brown Act

RECOMMENDATION:

Adopt a resolution finding that, as a result of the continuing COVID-19 pandemic state of emergency declared by Governor Newsom, meeting in person for meetings of the Joint Powers Financing Authority would present imminent risks to the health or safety of attendees.

BACKGROUND:

On June 11, 2021, Governor Newsom issued Executive Order N-08-21, which rescinded his prior Executive Order N-29-20 and set a date of October 1, 2021 for public agencies to transition back to public meetings held in full compliance with the Brown Act. The original Executive Order provided that all provisions of the Brown Act that required the physical presence of members or other personnel as a condition of participation or as a quorum for a public meeting were waived for public health reasons. If these waivers fully sunsetted on October 1, 2021, legislative bodies subject to the Brown Act would have to contend with a sudden return to full compliance with in-person meeting requirements as they existed prior to March 2020, including the requirement for full physical public access to all teleconference locations from which board members were participating.

On September 16, 2021, the Governor signed AB 361, a bill that formalizes and modifies the teleconference procedures implemented by California public agencies in response to the Governor's Executive Orders addressing Brown Act compliance during shelter-in-place periods. AB 361 allows a local agency to continue to use teleconferencing under the same basic rules as provided in the Executive Orders when certain circumstances occur or when certain findings have been made and adopted by the local agency.

AB 361 also requires that, if the state of emergency remains active for more than 30 days, the agency must make findings by majority vote every 30 days to continue using the bill's exemption to the Brown Act teleconferencing rules. The findings are to the effect that the need for teleconferencing persists due to the nature of the ongoing public health emergency and the social distancing recommendations of local public health officials. Effectively, this means that local agencies must agendize a Brown Act meeting once every thirty days to make findings regarding the circumstances of the emergency

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and to vote to continue relying upon the law's provision for teleconference procedures in lieu of in-person meetings.

AB 361 provides that Brown Act legislative bodies must return to in-person meetings on October 1, 2021, unless they choose to continue with fully teleconferenced meetings because a specific declaration of a state or local health emergency is appropriately made. AB 361 allows local governments to continue to conduct virtual meetings as long as there is a gubernatorially-proclaimed public emergency in combination with (1) local health official recommendations for social distancing or (2) adopted findings that meeting in person would present risks to health. AB 361 is effective immediately as urgency legislation and will sunset on January 1, 2024.

The County Board of Supervisors has adopted a resolution finding that, as a result of the continuing COVID-19 pandemic state of emergency, meeting in person "would present imminent risks to the health or safety of attendees."

The County's resolution states, among other things, that: "The Board of Supervisors strongly encourages all legislative bodies of the County of San Mateo that are subject to the Brown Act, including but not limited to, the Planning Commission, the Assessment Appeals Board, the Civil Service Commission, and all other oversight and advisory boards, committees and commissions established by the Board of Supervisors and subject to the Brown Act, to make a similar finding and avail themselves of teleconferencing until the risk of community transmission has further declined, and directs the County Manager to provide necessary support for these legislative bodies to continue teleconferencing procedures when they have adopted such findings."

DISCUSSION:

Because local rates of transmission of COVID-19 are still in the "substantial" tier as measured by the Centers for Disease Control, we recommend that your Board or Commission avail itself of the provisions of AB 361 allowing continuation of online meetings by adopting findings to the effect that conducting in-person meetings would present an imminent risk to the health and safety of attendees. A resolution to that effect and directing staff to return each 30 days with the opportunity to renew such findings, is attached hereto.

FISCAL IMPACT:

None

RESOLUTION NO.**SAN MATEO COUNTY JOINT POWERS FINANCING AUTHORITY****RESOLUTION FINDING THAT, AS A RESULT OF THE CONTINUING COVID-19 PANDEMIC STATE OF EMERGENCY DECLARED BY GOVERNOR NEWSOM, MEETING IN PERSON FOR MEETINGS OF THE JOINT POWERS FINANCING AUTHORITY WOULD PRESENT IMMINENT RISKS TO THE HEALTH OR SAFETY OF ATTENDEES**

WHEREAS, on March 4, 2020, the Governor proclaimed pursuant to his authority under the California Emergency Services Act, California Government Code section 8625, that a state of emergency exists with regard to a novel coronavirus (a disease now known as COVID-19); and

WHEREAS, on June 4, 2021, the Governor clarified that the “reopening” of California on June 15, 2021 did not include any change to the proclaimed state of emergency or the powers exercised thereunder, and as of the date of this Resolution, neither the Governor nor the Legislature have exercised their respective powers pursuant to California Government Code section 8629 to lift the state of emergency either by proclamation or by concurrent resolution in the state Legislature; and

WHEREAS, on March 17, 2020, Governor Newsom issued Executive Order N-29-20 that suspended the teleconferencing rules set forth in the California Open Meeting law, Government Code section 54950 et seq. (the “Brown Act”), provided certain requirements were met and followed; and

WHEREAS, on September 16, 2021, Governor Newsom signed AB 361 that provides that a legislative body subject to the Brown Act may continue to meet without

fully complying with the teleconferencing rules in the Brown Act provided the legislative body determines that meeting in person would present imminent risks to the health or safety of attendees, and further requires that certain findings be made by the legislative body every thirty (30) days; and,

WHEREAS, California Department of Public Health (“CDPH”) and the federal Centers for Disease Control and Prevention (“CDC”) caution that the Delta variant of COVID-19, currently the dominant strain of COVID-19 in the country, is more transmissible than prior variants of the virus, may cause more severe illness, and that even fully vaccinated individuals can spread the virus to others resulting in rapid and alarming rates of COVID-19 cases and hospitalizations (<https://www.cdc.gov/coronavirus/2019-ncov/variants/delta-variant.html>); and,

WHEREAS, the CDC has established a “Community Transmission” metric with 4 tiers designed to reflect a community’s COVID-19 case rate and percent positivity; and,

WHEREAS, the County of San Mateo currently has a Community Transmission metric of “substantial” which is the second most serious of the tiers; and,

WHEREAS, the Joint Powers Financing Authority (the “Authority”) has an important governmental interest in protecting the health, safety and welfare of those who participate in its meetings; and,

WHEREAS, in the interest of public health and safety, as affected by the emergency caused by the spread of COVID-19, the Authority deems it necessary to find that meeting in person would present imminent risks to the health or safety of

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attendees, and thus intends to invoke the provisions of AB 361 related to teleconferencing;

NOW, THEREFORE, IT IS HEREBY DETERMINED AND ORDERED that

1. The recitals set forth above are true and correct.
2. The Authority finds that meeting in person would present imminent risks to the health or safety of attendees.
3. Staff is directed to take such other necessary or appropriate actions to implement the intent and purposes of this resolution.

PASSED AND ADOPTED this 27th day of October, 2021.

President

ATTEST:

By _____
Secretary

DRAFT MINUTES
OF REGULAR MEETING OF GOVERNING BOARD OF
SAN MATEO COUNTY JOINT POWERS FINANCING AUTHORITY

*****BY VIDEOCONFERENCE ONLY*****

On March 17, 2020, the Governor issued Executive Order N-29-20 suspending certain provisions of the Ralph M. Brown Act in order to allow for local legislative bodies to conduct their meetings telephonically or by other electronic means. Thus, pursuant to Executive Order N-29-20, local and statewide health orders, and the CDC's social distancing guidelines which discourage large public gatherings, the regular meeting location of the Joint Powers Financing Authority is no longer open for public meetings.

The meeting began at 11:02 AM.

The agenda of said meeting was as follows:

1. Roll Call

Members Present: 4 – Thomas F. Casey III, Jim Saco, Donna Vaillancourt;
Paul Scannell, President.

Members Absent: 1 – John Gemello (*arrived at 11:10 AM*)

Staff Present: Roberto Manchia, County Chief Financial Officer
Rebecca Archer, Chief Deputy County Counsel
Daniel McCloskey, Deputy County Counsel
Sherry Golestan, Deputy Clerk of the Board

2. Public Comment – There were no public comments.

3. Welcome and introductions

4. Approval of the Minutes for April 28, 2021 meeting

Motion: Casey

Second: Saco

Ayes: 4 - Casey, Saco, Vaillancourt, Scannell

Noes: 0

Members Absent: 1 – John Gemello

John Gemello arrived at 11:10 AM

5. Full Plan of Financing presentation

Robert discussed the Cordilleras Mental Health Facility project and the housing elements it will provide, he discussed the financing plan and how the debt would be utilized to finance the project and that interest rates. He for the 2013A and 2014A bonds would be reduced in connection with the financing to create a manageable debt structure over time.

Mark Epstein added that the refundings we are presenting are taxable.

Robert shared that the Medical Center project maximizes State reimbursement as compared to a County-funded cash contribution, and that we could spend the remainder of the bond on this project. The County Office Building 3 (COB3) will utilize General Funds, and isn't currently covered by the master lease structure, so that it could be used to support a bond issuance at a later date.

Robert mentioned that a TEFRA hearing was conducted on May 25, 2021, as suggested by Orrick. John Palmer noted that the TEFRA provides protection for the tax-exempt status of the bonds if ever part of the Cordilleras facilities is operated by a nonprofit organization. This permits a nonprofit to use the facilities without creating private use and thus without jeopardizing the tax-exempt status of the bonds.

6. Update: Status, schedule and structure of Cordilleras financing and prior bond refunding and action by the County Board of Supervisors to approve and TEFRA hearing.

Robert discussed that the documentation for the bond is being compiled today, along with a Due Diligence phone call with the bankers this afternoon. We plan to go for pricing of the bond the week of June 7, 2021, with a final closing date of June 29, 2021. The Official Statement is almost finalized pending the pricing amounts. Robert was pleased to share that the rating agencies S&P and Moody's provided a AAA rating.

Jim Saco provided comments on the tables in the draft official statement.

7. Review and approval of transactional documents and resolutions for the financing and refunding bonds as follows:

A) For the 2021 Series A (Refunding and Capital Projects) bonds:

1. Approving the issuance by the San Mateo County Joint Powers Financing Authority of not to exceed \$265,000,000 aggregate principal amount of lease revenue bonds (Refunding and Capital projects), to finance certain public capital improvements and the refunding of all or a portion of the outstanding San Mateo County Joint Powers Financing Authority lease revenue bonds (Capital Projects), 2014 Series A, to pay costs of issuance of the bonds, and to pay capitalized interest on the bonds; and
2. Authorizing the forms of and directing the execution and delivery of a First Supplemental Trust Agreement, a First Amendment to Facility Lease, a First Amendment to Site Lease, a Bond Purchase Contract, a continuing disclosure agreement and an Official Statement; and
3. Approving the taking of all necessary actions in connection therewith.

Resolution No. 2021-001

Motion for Item 7 (A):

Motion: Casey

Second: Saco

Ayes: 5 - Casey, Saco, Vaillancourt, Scannell, Gemello

Noes: 0

Members Absent: 0

- B) For the 2021 Series B (Refunding) bonds:
1. Approving the issuance by the San Mateo County Joint Powers Financing Authority of not to exceed \$40,000,000 aggregate principal amount of refunding lease revenue bonds to refund all or a portion of the outstanding San Mateo County Joint Powers Financing Authority lease revenue bonds (Refunding and Capital Projects), 2013 Series A (Robert Sans Memorial Issue), and to pay costs of issuance of the bonds; and
 2. Authorizing the forms of and directing the execution and delivery of a Tenth Supplemental Trust Agreement, a Seventh Amendment to Master Facility Lease, a Seventh Amendment to Master Site Lease, a Bond Purchase Contract, a continuing disclosure agreement and an Official Statement; and
 3. Approving the taking of all necessary actions in connection therewith.

Resolution No. 2021-002

Motion for Item 7 (B):

Motion: Casey

Second: Saco

Ayes: 5 - Casey, Saco, Vaillancourt, Scannell, Gemello

Noes: 0

Members Absent: 0

8. Other Business (*Discussion only*) –

Per question from Jim Saco, Robert Manchia replied that the new County Parking Garage will open in September or October of 2021.

- Next meeting: September 22, 2021

9. Adjournment

Motion: Casey

Second: Vaillancourt

Ayes: 5 - Casey, Saco, Vaillancourt, Scannell, Gemello

Noes: 0

Members Absent: 0

The meeting adjourned at 11:54 AM.