

**MINUTES
REGULAR MEETING
BOARD OF DIRECTORS OF THE
PASADENA PUBLIC FINANCING AUTHORITY
OCTOBER 22, 2018**

Chair Tornek called the regular meeting to order at 6:30 p.m. on Monday, October 22, 2018, in the City Hall Council Chamber, 100 N. Garfield Avenue, Pasadena.

ROLL CALL

Board Members: Terry Tornek, Chair
John J. Kennedy, Vice Chair
Victor Gordo (Absent)
Tyron Hampton
Steve Madison
Gene Masuda
Margaret McAustin
Andy Wilson

Staff: Executive Director Steve Mermell
City Attorney/City Prosecutor Michele Beal Bagneris
Secretary Mark Jomsky

PUBLIC HEARING: JOINT ACTION OF THE CITY COUNCIL AND PASADENA PUBLIC FINANCING AUTHORITY (PPFA) – TAX EQUITY AND FISCAL RESPONSIBILITY ACT (TEFRA) HEARING AND ADOPTION OF RESOLUTIONS RELATED TO THE 2018 SERIES A&B ROSE BOWL REFUNDING BONDS

Recommendation: It is recommended that the City Council:

- (1) Find that the proposed action is not a project subject to California Environmental Quality Act (CEQA) as defined in Section 21065 of CEQA and Section 15378 of the State CEQA Guidelines and as such, no environmental document pursuant to CEQA is required for the project;
- (2) Hold a TEFRA hearing, pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") regarding the issuance of the tax-exempt lease revenue bonds ("Tax-Exempt Bonds") by the Pasadena Public Financing Authority. Under the Code, the Tax-Exempt Bonds may qualify for tax exemption under Section 103 of the Code only if the Tax-Exempt Bonds are approved by the "applicable elected representative" of both the governmental unit issuing the Tax-Exempt Bonds or on behalf of which the Tax-Exempt Bonds are to be issued, and a governmental unit having jurisdiction over the area in which the Project is located after a public hearing held following reasonable public notice;
- (3) Adopt a resolution of the City Council of the City of Pasadena approving the issuance of lease revenue refunding bonds in an amount not-to-exceed \$50,000,000, including approval for purposes of internal revenue Code Section 147(f), and the execution and delivery of a second amendment to amended and restated lease, third amendment to amended and restated sublease, purchase agreement, continuing disclosure agreement, preliminary official statement and final official statement in connection therewith, and authorizing the taking of certain other actions in connection therewith; and
- (4) Approve the termination of the swap with Deutsche Bank.

Recommendation: It is recommended that the Pasadena Public Financing Authority:

- (1) Hold a public hearing, pursuant to Section 6586.5(a)(2) of the Marks-Roos Local Bond Pooling Act of 1985, constituting Article 4 of Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California. At the public hearing the Authority will consider whether the issuance of the bonds will provide "significant public benefits." "Significant public benefits" include, among others, demonstrable savings in effective interest rate, bond preparation, bond underwriting or bond issuance costs; and
- (2) Adopt a resolution of the Board of the Pasadena Public Financing Authority authorizing the issuance of lease revenue refunding bonds in an amount not-to- exceed \$50,000,000 and the execution and delivery of a second amendment to amended and restated lease, third amendment to amended and restated sublease, purchase agreement, escrow agreement, preliminary official statement and final official statement in connection therewith, and authorizing the taking of certain other actions in connection therewith. (PPFA No. 29)

The City Clerk opened the public hearing; and reported that the public hearing notice was published in the Pasadena Journal and the Pasadena Weekly on October 4, 2018; and that the City Clerk's office received 1 letter in favor of the item, which was distributed, posted on-line, and made part of the public hearing record.

Matt Hawkesworth, Director of Finance, provided introductory comments, and Vic Erganian, City Treasurer, provided a PowerPoint presentation on the item and responded to questions.

The Mayor, Chair of the Finance Committee, summarized the discussion on the item at the Finance Committee meeting, and the Committee's approval of staff's recommendation.

Councilmember Madison requested, in the future, when an item is presented to the Rose Bowl Operating Company prior to the City Council, that staff include information on the discussion and recommendation from that meeting.

Following discussion, it was moved by Councilmember Madison, seconded by Councilmember Hampton, to close the public hearing. (Motion unanimously carried) (Absent: Councilmembers Gordo, Masuda)

Following further discussion, it was moved by Councilmember Madison, seconded by Councilmember Wilson, to approve the staff recommendation. (Motion unanimously carried) (Absent: Councilmembers Gordo, Masuda, McAustin)

ADJOURNMENT

On order of the Chair, the regular meeting of the Pasadena Public Financing Authority adjourned at 9:23 p.m.

Terry Tornek, Chair
Pasadena Public Financing Authority

ATTEST:

Mark Jomsky, CMC
Secretary