

BRAWLEY

CALIPATRIA

HOLTVILLE

WESTMORLAND



CALEXICO

EL CENTRO

IMPERIAL

IMPERIAL COUNTY

AGENDA

WEDNESDAY, DECEMBER 10, 2014
6:00 PM or immediately after the ICTC meeting

County Administration Building, 2nd Floor
Board of Supervisors Chambers
940 W. Main St.
El Centro, CA 92243

CHAIRPERSON: Lawrence D. Ritchie

EXECUTIVE DIRECTOR: Mark Baza

Individuals wishing accessibility accommodations at this meeting, under the Americans with Disabilities Act (ADA), may request such accommodations to aid hearing, visual, or mobility impairment by contacting ICTC offices at (760) 592-4494. Please note that 48 hours advance notice will be necessary to honor your request.

I. CALL TO ORDER AND ROLL CALL

II. EMERGENCY ITEMS

- A. Discussion/Action of emergency items, if necessary.

III. PUBLIC COMMENTS

Any member of the public may address the Commission for a period not to exceed three minutes on any item of interest not on the agenda within the jurisdiction of the Commission. The Commission will listen to all communication, but in compliance with the Brown Act, will not take any action on items that are not on the agenda.

IV. CONSENT CALENDAR

- A. Approval of LTA Board Draft Minutes: September 24, 2014

V. DISCUSSION CALENDAR

- A. FY 2013-14 and FY 2014-15 LTA apportionment/allocation fluctuations and coordination with the Board Of Equalization
- B. Recommended revisions to the LTA allocation/apportionment process for LTA Bond Series 2012 indenture agreements effective January 2015

VI. ADJOURNMENT

- A. Motion to Adjourn

1405 N. Imperial Ave., Suite 1, El Centro, CA 92243
Phone: (760) 592-4494, Fax: (760) 592-4497



Local Transportation Authority

MINUTES FOR SEPTEMBER 24, 2014

VOTING MEMBERS PRESENT:

City of Brawley	George A. Nava
City of El Centro	Sedalia Sanders
City of Calipatria	Maria Nava-Froelich
City of El Centro	Sedalia Sanders
City of Holtville	Jim Predmore
City of Imperial	Mark Gran
City of Westmorland	Lawrence D. Ritchie (Chair)
County of Imperial	Jack Terrazas
County of Imperial	Ryan Kelley
Executive Director	Mark Baza (non-voting)

OTHERS PRESENT: Cristi Lerma (staff), Kathi Williams (staff), David Salgado (staff), Michelle Bastidas (staff), Virginia Mendoza (staff).

I. CALL TO ORDER AND ROLL CALL

Meeting was called to order by Chair Ritchie at 6:09 p.m. and roll call was taken.

II. EMERGENCY ITEMS

There were none.

III. PUBLIC COMMENTS

No public comment

IV. CONSENT CALENDAR

- A. A motion was made by [Kelley](#) and seconded by [Nava-Froelich](#) to approve the LTA Board minutes for August 27, 2014 **Motion Carried unanimously.**

V. ACTION CALENDAR

- A. Fund Request to Complete Installation of a Traffic Signal at S-22 and SR-86 in Salton City

The County of Imperial has made a request to the LTA for funds from the regional highway set-aside for the installation of a traffic signal at S-22 and SR-86 in Salton City. The total project cost is \$1,658,692 and will include construction management and inspection. The County has received federal grant and developer funds in the sum of \$1,219,834 towards the project. To complete the installation the County is requesting \$438,858 from LTA funds.

This segment of SR-86 is a significant regional corridor for Imperial County and the revenue is available in the highway set-aside program.

Staff recommended consideration by the LTA Board to take the following actions after public comment, if any:

1. Approved the allocation for additional funding needed in the amount \$438,858 from the Regional Highway set-aside from the Measure D allocations.
2. Authorized the Executive Director to execute the necessary agreements between the County and ICTC.

A motion was made by [Kelley](#) and seconded by [Hodge](#), **Motion Carried unanimously.**

VI. REPORTS

A. Executive Director Reports

The following is a summary of the Executives Director's Report for the LTA meeting of September 24, 2014:

- **Member Agency Coordination:** Member agencies have been requested to submit their 2014 Maintenance of Effort documentation, summary of projects completed in fiscal year 2014, their Five-Year Expenditure Plans for fiscal year 2015, and a list of projects planned to be completed in 3 to 5 years. To date, ICTC staff has received submittals from a couple agencies and follow up is needed.
- **LTA Bond Projects:** Below is a list of allocation request for LTA Sales Tax Revenue Bond funded projects processed to date.

Processed Date	Receipt of funds	Agency	Project Description	Requisition Number	Total Request Amount
8/14/13	8/29/13	County of Imperial	Phase 1 of 3 anticipated phases of road rehabilitation projects that will improve approximately 18.7 miles of roads in the County	1 of 1	\$2,823,570.07
1/02/14	1/13/14	City of Calipatria	Street rehabilitation of Lake Avenue – between Elder Street to Bowles Road	1 of 1	\$148,890.50
4/30/14	5/27/14	City of Calexico	Reconstruction and widening of 2 nd Street – between the New River bridge and the Calexico International Airport	1 of 1	\$3,000,000
4/21/14	4/30/14	City of Calipatria	Street rehabilitation of Imperial Street, Brown Street, and Fern Street	1 of 3	\$389,156.22
4/21/14	4/30/14	City of Calipatria	Street rehabilitation of Imperial Street, Brown Street, and Fern Street	2 of 3	\$453,383.95
6/20/14	7/03/14	City of Calipatria	Street rehabilitation of Imperial Street, Brown Street, and Fern Street	3 of 3	\$580,997.50
TOTAL:					\$7,395,998.24

- **LTA Bond Projects:** Below is a list of allocation request for LTA Sales Tax Revenue Bond funded projects pending submittal.

Processed Date	Receipt of funds	Agency	Project Description	Requisition Number	Total Request Amount
Proposed submittal end of June 2014		City of Brawley	Street Rehabilitation Phase IX – various streets		\$2,324,981.19
Proposed submittal end of June 2014		City of Brawley	Eastern Avenue road reconstruction and rehabilitation – between Jones Street and Malan Street.		\$625,000
TBD		County of Imperial	Phase II-A AC Overlay Improvements of Various County Roads, Project No.5663		\$2,340,000
TBD		County of Imperial	Phase II-B Cold in Place Road Reconstruction Improvements of Various County Roads, Project No.5663		\$4,265,000
TBD		County of Imperial	Phase II-C La Brucherie Road Improvements from I-8 to West Side Main Canal, Project No.5663I		\$1,885,000
TOTAL:					\$11,439,981.19

VII. ADJOURNMENT

A motion was made by [Kelley](#) and seconded by [Nava-Froelich](#), **Motion Carried.**

Meeting Adjourned at 6:19 p.m.

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IMPERIAL COUNTY

Date: December 5, 2014

To: LTA Board

From: Mark Baza, Executive Director

Ref: 2nd/3rd Quarter Apportionment Fluctuations FY 2014-15

Background:

LTA staff have been in communication with the State Board of Equalization since September 2014 regarding the fluctuation in monthly revenue received for the Measure D half cent sales tax. The revenues have been increased over the last sixteen months, primarily due to the point of sale agreements created by the County of Imperial for solar power developments. These increases in revenue were anticipated to be in place for a limited period of time as the developments completed their build out phase.

The BOE creates an estimate of the revenues to be received by the counties each quarter, based on the same quarter of the previous year. The third month of each quarter i.e. September, December etc. is the ‘clean up’ month in that over or understated revenue estimates are adjusted upwards or downwards to balance out the actual revenue received per quarter.

Per the table below, in September 2014, the LTA received a significant decrease in revenues totaling \$94,567. This was the “cleanup” adjustment due to overstated revenue estimates that the BOE had based on the same quarter from the prior year. For further information on the specific actions taken by LTA staff regarding the September allocations, please contact LTA staff at 760-592-4494

July 2014	\$1,359,700
August 2014	\$1,307,270
September 2014	\$ 94,567

It would appear that the sales tax collections by the BOE from the point of sales transactions for the current phase of the solar power developments have been concluded. It is also apparent that the revenue estimates need to be adjusted in order to retain some stability in the apportionment and make the bond principal and interest payments for participating member agencies.

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BOE staff have indicated that they are unaware of economic activities within the counties, but can take requests to make manual adjustments to revenue estimates in an attempt to stabilize the allocations.

LTA staff requested that manual adjustments be made to the October and November 2014 revenue estimates. This was requested in order to avoid a significant shortfall or a negative balance in the clean up month of December 2014. The basis for the adjustments were left to the discretion of the BOE staff. BOE staff made adjustments and the list below represents the apportionments:

October 2014	\$1,006,000	apportioned to all member agencies and program expenses
November 2014	\$1,301,000	apportioned to non participating agencies and program expenses

However, after receiving the notice of the November apportionment on 11/12/14, LTA staff contacted and questioned the BOE staff regarding differences between LTA staff and BOE staff revenue estimates, and requested a forecast of the December “cleanup” month. The BOE staff indicated that the BOE adjustments were miscalculated. In addition, BOE staff indicated not all of the taxes expected to be received by the BOE (approximately 20%) were credited as of that date. As a result, the BOE staff indicated that a negative balance would appear in the allocation for December 2014. The negative balance is anticipated to be between \$800,000 to \$1,000,000.

A negative balance is paid back to the BOE by deducting the outstanding balance from the future monthly allocations until the negative balance is eliminated. Based on this scenario, LTA staff are estimating that there may be no apportionments in December, January or February 2015. Therefore, there may be no payments made from any apportionment for bond interest and principal, or, remaining allocations distributed to the member agencies.

Conclusion:

We requested that the BOE adjust and withhold from the November apportionment. BOE staff indicated it was in process and that they are unable to stop the process.

Staff has manually adjusted the monthly LTA expenditure plan (attached) to collect the November and December bond principal and interest payments from the November allocations, for the bond participants only. This left an anticipated amount of \$547,270 for further allocation. LTA staff have withheld the amounts from the November allocation only for the participating agencies. The remaining allocation was for \$418,458.

In addition, it may be prudent to develop a revised bond indenture agreement and revise the bond principle and interest payment model, so that the total sum of all annual principal and interest payments are deducted prior to any allocation being made to the participating agencies only. Non-participating agencies would continue to receive allocations, assuming revenues were received from the BOE.

An Executive Committee meeting took place on December 3, 2014 where a consensus was reached by all participating agencies’ City Managers to receive City Council approval for a supplemental indenture. Staff will then return to the LTA Board for approval next month.

SIXTH SUPPLEMENTAL INDENTURE

between

IMPERIAL COUNTY LOCAL TRANSPORTATION AUTHORITY

and

**THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.,
as Trustee**

Dated as of _____ 1, 2014

Relating to

**Imperial County Local Transportation Authority
Sales Tax Revenue Bonds (Limited Tax Bonds)**

(Supplemental to the Indenture dated as of May 1, 2012)

Sixth Supplemental Indenture
(Supplemental to the Indenture dated as of ____ 1, 2014)

Imperial County Local Transportation Authority
Sales Tax Revenue Bonds (Limited Tax Bonds)

This Sixth Supplemental Indenture, dated as of ____ 1, 2014 (this “Supplemental Indenture”), is made between the Imperial County Local Transportation Authority (the “Issuer”) and The Bank of New York Mellon Trust Company, N.A., as trustee (the “Trustee”);

WITNESSETH:

WHEREAS, this Supplemental Indenture is supplemental to the Indenture, dated as of May 1, 2012 (the “Indenture”), between the Issuer and the Trustee;

WHEREAS, to further secure all Outstanding Imperial County Local Transportation Authority Sales Tax Revenue Bonds (Limited Tax Bonds) and any other Bonds that may be issued and delivered by the Issuer from time to time pursuant to the Indenture, the Issuer desires to require the deposit of Pledged Allocable Sales Tax Revenues by the Trustee on a monthly basis in the Interest Fund and Principal Fund until such time as annual debt service on all Outstanding Bonds is fully satisfied; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and the entering into of this Supplemental Indenture do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Supplemental Indenture;

NOW, THEREFORE, the parties hereto agree, as follows:

ARTICLE 24

AMENDMENTS

SECTION 24.01 Amendments to Section 5.02(A)(1). Section 5.02(A)(1) of the Indenture is hereby amended by deleting and inserting the text marked in the following two paragraphs:

Interest Fund. The Interest Fund, and within the Interest Fund a Participating Agency Interest Account in respect of each Series, are hereby created. Beginning December 1, 2014, ~~f~~Following deposit of the Pledged Allocable Sales Tax Revenues of a Participating Agency into the applicable Participating Agency Sales Tax Revenue Account, the Trustee shall transfer therefrom to and deposit into the Participating Agency Interest Account in respect of each Series of that Participating Agency as soon as practicable an amount equal

to (a) ~~one fourth of~~ the aggregate ~~half-yearly~~ amount of interest becoming due and payable on the Outstanding Bonds of each Series that are Current Interest Bonds (except for Bonds constituting Variable Rate Indebtedness which shall be governed by subparagraph (b) below) ~~during the next ensuing six (6) months, except for during the period beginning May 2, 2012 and ending November 30, 2012, the amount deposited shall be calculated based on the next ensuing seven (7) months (excluding any interest for which there are moneys deposited in that Participating Agency Interest Account and reserved as capitalized interest to pay such interest during said next ensuing six (6) months)~~, until the requisite ~~half-yearly~~ amount of interest becoming due and payable on all such Outstanding Current Interest Bonds of that Series (except for Bonds constituting Variable Rate Indebtedness which shall be governed by subparagraph (b) below) is on deposit in such account; plus (b) the aggregate amount of interest to accrue during that month on Outstanding Variable Rate Indebtedness, calculated, if the actual rate of interest is not known, at the interest rate specified in writing by the Issuer, or if the Issuer has not specified an interest rate in writing, calculated at the maximum interest rate borne by such Variable Rate Indebtedness during the month prior to the month of deposit plus one hundred (100) basis points (provided, however, that the amount of that deposit into that Participating Agency Interest Account for any month may be reduced by the amount by which the deposit therein in the prior month by reason of this clause (b) exceeded the actual amount of interest accrued and paid during that month on such Outstanding Variable Rate Indebtedness and provided further that the amount of such deposit into that Interest Account for any month shall be increased by the amount by which the deposit in the prior month was less than the actual amount of interest accruing during that month on such Outstanding Variable Rate Indebtedness); provided further, that if sufficient Pledged Allocable Sales Tax Revenues are not on deposit in the applicable Participating Agency Sales Tax Revenue Account to permit the Trustee to make the full ~~monthly~~ deposit required by this Section 5.02(A)(1)(a) and (b), the Trustee shall deposit as soon as possible thereafter the amount of Pledged Allocable Sales Tax Revenues required for the period from the last ~~monthly~~ deposit for which sufficient Pledged Allocable Sales Tax Revenues were actually deposited to the date of such late deposit.

No deposit need be made into any Participating Agency Interest Account if the amount contained therein is at least equal to the interest to become due and payable therefrom on the Interest Payment Dates falling within the next ~~six (6) months, or in the case of the except for during the period beginning May 2, 2012 and ending November 30, 2011, seven (7) months~~ year ending December 1; upon all of the Bonds of the applicable Series then Outstanding ~~and there are no unpaid interest amounts for prior years, and On June-December 1~~ and there are no unpaid interest amounts for prior years, and On June-December 1 of each year, any excess amounts in the respective Participating Agency Interest Account not needed to pay interest on such date (and not held to pay interest on the applicable Bonds having Interest Payment Dates other than June 1 and December 1) shall be released to the Participating Agency (but excluding, in each case, any moneys on deposit in the Participating Agency Interest Account from the proceeds of any

Series of Bonds or other source and reserved as capitalized interest to pay interest on any future Interest Payment Dates following such Interest Payment Dates).

SECTION 24.02 Amendments to Section 5.02(A)(2). The first paragraph of Section 5.02(A)(2) of the Indenture is hereby amended by deleting and inserting the text marked in the following paragraph:

Principal Fund; Participating Agency Principal Accounts; Participating Agency Sinking Accounts. The Principal Fund, and within the Principal Fund a Participating Agency Principal Account and a Participating Agency Sinking Account in respect of each Series, are hereby created. Following deposit of the Pledged Allocable Sales Tax Revenues into the applicable Participating Agency Sales Tax Revenue Account, the Trustee shall transfer therefrom to and deposit ~~in the applicable Participating Agency Principal Account~~ as soon as practicable ~~in such~~ each month ~~(beginning on December 2, 2014 and for each month during the annual period ending on December 1 thereafter)~~ Pledged Allocable Sales Tax Revenues in the applicable Participating Agency Principal Account until an amount equal to ~~at least~~ (a) ~~one-eighth of~~ the aggregate yearly amount of Bond Obligation becoming due and payable on such Bonds that are Serial Bonds having annual maturity dates within the next twelve (12) months, ~~except for the period beginning on May 2, 2012 and ending on May 31, 2013, which shall be period of thirteen (13) months, until the requisite amount for the next payment is on deposit in each Principal Account and Sinking Account, as applicable,~~ plus (b) ~~one-eighth of~~ the aggregate of the Mandatory Sinking Account Payments to be paid during the next twelve (12) ~~12~~-month period into the respective Sinking Accounts for the Bonds that are Term Bonds of a Series secured on a parity by such Pledged Allocable Sales Tax Revenues for which Sinking Accounts shall have been created and for which annual mandatory redemption is required from such Sinking Accounts; provided, that if sufficient Pledged Allocable Sales Tax Revenues are not on deposit in the applicable Participating Agency Sales Tax Revenue Account for the Trustee to make the full ~~monthly~~ deposit required by this Section 5.02(A)(2), the Trustee shall deposit as soon as possible thereafter the amount of Pledged Allocable Sales Tax Revenues required for the period from the last ~~monthly~~ deposit for which sufficient Pledged Allocable Sales Tax Revenues were actually deposited to the date of such late deposit. With respect to a Series of Bonds secured on a parity by such Pledged Allocable Sales Tax Revenues, all of the aforesaid deposits made in connection with future Mandatory Sinking Account Payments shall be made without priority of any payment into any one such Sinking Account over any other such payment.

ARTICLE 25

MISCELLANEOUS PROVISIONS

SECTION 25.01 Effect of Supplemental Indenture. Except as in this Supplemental Indenture expressly provided, every term and condition contained in the Indenture shall apply to this Supplemental Indenture with the same force and effect as if the same were herein set forth, with such omissions, variations and modifications thereof as may be appropriate to make the same conform to this Supplemental Indenture.

This Supplemental Indenture and all the terms and provisions herein contained shall form part of the Indenture as fully and with the same effect as if all such terms and provisions had been set forth in the Indenture. The Indenture is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as supplemented and amended hereby.

SECTION 25.02 Effective Date of Supplemental Indenture. This Supplemental Indenture shall take effect upon its execution and delivery.

SECTION 25.03 Execution in Counterparts. This Supplemental Indenture may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the parties hereto have executed this Supplemental Indenture by their officers thereunto duly authorized as of the day and year first written above.

IMPERIAL COUNTY LOCAL
TRANSPORTATION AUTHORITY

By: _____
Executive Director

THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., as Trustee

By: _____
Authorized Officer