



September 13, 2016

To: YLFA Board of Directors

From: Paul Brunner, TRLIA Executive Director

RE: TRLIA Request for Final Disbursement of Project Funds from 2008 YLFA Financing

➤ **TRLIA Request to YFLA:**

- YLFA authorize transfer of the balance of the YLFA Project Funds (Fund 813) to TRLIA and approve the attached draw request (Draw No. 23) for processing.

➤ **Summary:**

- TRLIA's current local funding projections to achieve 200-yr Compliance (including Goldfields) show that the remainder of the YLFA project funding is needed.
- With YLFA 813 project funds, TRLIA's levee improvement work is fully funded. Other TRLIA funding sources include State Funding from the Early Implementation Program (EIP), Floodsafe Environmental Stewardship Statewide Resource Office (FESSRO) and Urban Flood Risk Reduction (UFRR) programs as well as local funding from developers that advanced funded levee impact fee obligations through various advance funding agreements.
- YLFA Project Fund Balance Projection as of June 30, 2016 (See attached Bank Statement)
 1. Fund 813: \$6,701,375.44* (June 30, 2016)
 - \$5,023,468.55 Million remaining from original Project Proceeds balance of \$46.6 million.
 - \$ 1,677,906.89 Million balance of net interest earned in the fund.
** Reflective of \$1,419,395.20 drawn of prior \$2.0 Million authorization*
- TRLIA has incurred costs in the past that exceed the balance of the available funds in the YLFA Project Fund. The attached draw request would be processed with the YLFA Board's approval to reimburse TRLIA for those previously incurred costs.

➤ **Discussion:**

- YLFA is evaluating the refinance of the outstanding balance of its 2008 financing. In doing so, the balance of available Project Funds must be addressed. Two options are available to YLFA to handle these proceeds;
 1. YLFA can utilize the available proceeds to pay down existing debt thus lowering the amount of debt to be refinanced; or
 2. YLFA can expend the funds on eligible project costs.

- **TRLIA Funding Need:** In April 2016, TRLIA made a request to the YLFA Board for additional funding in order to meet both the cash flow needs of TRLIA's ongoing work related to the implementation of the 200-yr Western Pacific Interceptor Canal project this summer. In addition, TRLIA outlined its need for funding associated with the 200-Year Goldfields Project. In response to this request, YLFA authorized two draws on Project Fund proceeds. The first authorization of \$2.0 in April 2016 and the second of \$4.3 million in October 2016 pending a status report by TRLIA back to YLFA on its ongoing work. These near term needs were primarily driven by the cash flow for TRLIA's current ongoing construction work and delayed reimbursements from DWR for TRLIA's previously completed work (the ongoing Feather River and Upper Yuba River Projects). TRLIA's long term cash flow projections demonstrated a need for the balance of the YLFA funding through the implementation of the 200-Year Goldfields project. However, the exact timing of the cash flow need is driven by the timing of retention releases of State funding from DWR which are driven primarily by a complex closeout process involving the transfer of real estate to the Central Valley Flood Protection Board. The exact timing of this process is unknown. TRLIA has secured a commitment for the State share of the 200-Year Goldfields project and is relying on YLFA funding as the local share match to the State's commitment. Ultimately the balance of all available YLFA funding is needed by TRLIA to complete TRLIA Phase IV 200-Year levee improvement program. The timing of when the funding is needed is driven by cash flow demands.
- In order to transfer the 813 Fund Balance today, eligible costs previously incurred by TRLIA can be reimbursed by YLFA. The attached draw request documents those eligible costs that TRLIA can be reimbursed by YLFA.

➤ **Recommendation:**

- Based upon the TRLIA financial need described above and the fact that YLFA is evaluating a refinance of its 2008 financing and is faced with the decision of how manage the remaining project fund balance, TRLIA recommends that YLFA modify its prior authorizations to TRLIA and authorize the transfer of the entirety of the project fund balance now and approve the attached draw request (Draw No. 23) in order to facilitate the refinancing.



ACCOUNT NUMBER: 128589006
YUBA LEVEE FINANCING AUTHORITY
REVENUE BONDS 2008 SERIES A AND
TAXABLE REVENUE BONDS 2008 SERIES B
(YUBA COUNTY LEVEE FINANCING PROJ)
PROJECT FUND

This statement is for the period from
June 1, 2016 to June 30, 2016



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COUNTY OF YUBA
ATTN YUBA COUNTY TREASURER
915 8TH ST STE 103
MARYSVILLE, CA 95901-5273

QUESTIONS?

If you have any questions regarding
your account or this statement, please
contact your Account Manager or Analyst.

Account Manager:
MYRNA P CHOROSKI
PD-CA-SF
1 CALIFORNIA ST SUITE 1000
SAN FRANCISCO CA 94111
Phone 415-677-3599
E-mail myrna.presto-choroski@usbank.com

Analyst:
ANGELINA GONZALEZ
Phone 213-615-6004



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PROJECT FUND

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MARKET VALUE SUMMARY

	Current Period 06/01/16 to 06/30/16
Beginning Market Value	\$7,833,170.49
Distributions	- 1,135,063.97
Adjusted Market Value	\$6,698,106.52
Investment Results	
Interest, Dividends and Other Income	3,268.92
Total Investment Results	\$3,268.92
Ending Market Value	\$6,701,375.44





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ASSET DETAIL AS OF 06/30/16

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	% of Total Yield at Market	Est Ann Inc
Miscellaneous					
6,701,375.440	Calif Asset Management Program 9AMMF90Q5	6,701,375.44 1.0000	6,701,375.44 1.00	100.0 .00	0.67
Total Miscellaneous		\$6,701,375.44	\$6,701,375.44	100.0	\$.67
Total Assets		\$6,701,375.44	\$6,701,375.44	100.0	\$.67

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your Analyst.



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CASH SUMMARY

	Income Cash	Principal Cash	Total Cash
Beginning Cash Balance as of 06/01/2016	\$0.00	\$1,135,063.97	\$1,135,063.97
Other Income	3,268.92		3,268.92
Cash Disbursements		- 1,135,063.97	- 1,135,063.97
Transfers	- 3,268.92	3,268.92	
Purchases		- 3,268.92	- 3,268.92
Ending Cash Balance as of 06/30/2016	\$0.00	\$0.00	\$0.00





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TRANSACTION DETAIL

Date Posted	Description	Income Cash	Principal Cash	Tax Cost
	Beginning Balance 06/01/2016	\$0.00	\$1,135,063.97	\$6,698,106.52
06/01/16	Cash Disbursement Paid To Yuba County Public Works Wire Transfer Axc2765 Wired Funds To Usbank Aba 121122676 For Yuba County Treasurer Per Requisition #22 Dated 5/26/16 For Project Costs		- 1,135,063.97	
06/08/16	Income Earned On Calif Asset Management Program Dividend Payable 5/31/16 9AMMF90Q5	3,268.92		
06/08/16	Purchased 3,268.92 Units Calif Asset Management Program @ 1.00 USD Through Reinvestment Of Cash Dividend Due 5/31/16 Income Calif Asset Management Program 9AMMF90Q5		- 3,268.92	3,268.92
06/09/16	Cash Disbursement Transfer To Principal Income Earnings	- 3,268.92		
06/09/16	Cash Receipt Transfer From Income Income Earnings		3,268.92	
	Ending Balance 06/30/2016	\$0.00	\$0.00	\$6,701,375.44

TRLIA Request for Funding

This Written Requisition represents a request for local funds by Three Rivers Levee Improvement Authority from the Yuba Levee Financing Authority Project Fund for Project Costs incurred by TRLIA to construct Feather River Phase IV Levee Improvements and related levee improvements and repair projects.

Funding Details:

Authority: Yuba Levee Financing Authority
915 8th Street
Marysville, CA 95901

Trustee: U.S Bank National Association
One California Street, Suite 2100
San Francisco, CA 94111
Attn: Corporate Trust Services

Payee Information

Bank: US Bank
ABA # 1 2 1 1 2 2 6 7 6

Name: Yuba County Treasurer
915 8th Street, Suite 103
Marysville, CA 95901 5273

Contact: Dan Mierzwa (530) 749 - 7840

Wire Instructions: As per instructions on file.

Reference: TRLIA - YLFA Levee Bond Funding

Request #: 23

Request Date:

Amount:

6,701,375.44

This represents payment for the following invoice(s) for project costs incurred by TRLIA under awarded contract(s):

Vendor	Invoice Date	Received Date	Amount
Teichert & Son	1/18/2011	2/4/2011	956,883.86
Teichert & Son	1/26/2011	2/22/2011	835,601.24
Magnus Pacific Corporation	7/1/2011	8/17/2011	504,549.00
Magnus Pacific Corporation	11/1/2011	12/12/2011	1,153,717.07
Teichert & Son	1/26/2012	3/16/2012	383,059.40
Nordic Industries	11/1/2012	12/18/2012	273,058.74
Magnus Pacific Corporation	11/27/2012	11/29/2012	976,447.83
Magnus Pacific Corporation	12/31/2012	3/15/2013	433,926.44
Nordic Industries	2/27/2013	3/6/2013	176,988.40
Sierra National Construction	9/19/2013	10/11/2013	315,613.75
Sierra National Construction	10/31/2013	11/15/2013	451,734.96
Sierra National Construction	3/31/2014	5/8/2014	58,415.58
Sierra National Construction	7/15/2014	7/18/2014	50,147.64
Sierra National Construction	6/25/2015	7/27/2015	135,640.26
Expenditures in Excess of YLFA Authorized Bond Funds			(4,408.73)

Dan M. Mierzwa
Treasurer, Yuba Levee Financing Authority

Date