

## **Oregon Facilities Authority**

### **Minutes of Meeting of**

June 11, 2018

A duly called meeting of the Oregon Facilities Authority ("OFA" or the "Authority") was held on June 11, 2018, commencing at approximately 12:00 p.m. at 888 SW Fifth Avenue, Suite 1600, Portland, Oregon.

Authority Members participating in the meeting (in person, unless otherwise indicated) were: Chair Martha McLennan (beginning at 12:35 p.m.) and Authority Members Sean Hubert, Beth deHamel, J. Kevin McAuliffe and Allyson Anderson (on the phone).

Participating in the meeting to assist the Authority were: Gwendolyn Griffith, Executive Director of the Authority; Pat Clancy, Chip Pierce and Duncan Brown of PFM, Financial Advisers; Carol McCoog of Hawkins Delafield & Wood LLP, SNAP Loan and Special Bond Counsel, Michael Schrader of Orrick, Herrington and Sutcliffe LLP, Lead Bond Counsel; Laura Lockwood-McCall and Lee Anaya of the Office of the State Treasurer ("OST"); and Assistant Attorney General Steven Marlowe, Oregon Department of Justice ("DOJ").

Mr. Sean Hubert called the meeting to order and presented the notice of meeting.

#### **Approval of Minutes**

The Minutes of the meeting of May 14, 2018, were unanimously approved.

#### **Executive Director Reports**

Mr. Schrader reported on the status of the Arco Iris transaction. Mr. Lee Anaya expressed OST's concerns about the transaction and reported that Ms. Lockwood-McCall will not sign the Appointment of Underwriter until she has more confidence that the transaction is on course. Ms. Lockwood-McCall requested that Ms. Griffith request a meeting with the Applicant's Board and advisors, to discuss timeline and deliverables. The Board was supportive of this effort, and also agreed to consider an extension of time to close to accommodate this Applicant, assuming reasonable progress could be made on the transaction.

Ms. Griffith directed the Board's attention to the Bonding Report and General Report, both of which were included with the materials. Ms. Griffith highlighted her recent meetings with bankers regarding the SNAP program.

#### **Consideration of Budget for Fiscal Year 2018-2019**

Ms. Griffith presented a proposed budget for the fiscal year 2018-2019. Ms. Griffith highlighted the major differences in this budget compared to previous years, and explained that the reduced OFA activity in terms of non-transaction projects was due to her expectation that bond volume would be significantly reduced in the coming year. Ms. Griffith suggested continuation of outreach for the SNAP Loan Program and continuing the SNAP Loan fee structure that provides

favorable fees for smaller SNAP transaction. Mr. Hubert made a motion to approve the budget as proposed. Mr. McAuliffe seconded the motion, and the motion was unanimously approved.

*The Board took a brief recess and reconvened at approximately 1:00 p.m.*

**Consideration of Preliminary Approval for the Application by Greenhill Humane Society and Society for the Prevention of Cruelty to Animals for an OFA SNAP Loan in an approximate amount of \$2,150,000.**

Mr. Cary Lieberman, Executive Director, appeared on behalf of the Applicant to present the application. Ms. Jamie Louie-Smith of Columbia Bank, the sponsoring bank, appeared to assist with the presentation.

Mr. Lieberman summarized the history of the Applicant, and the goals of the Project. His presentation materials are available upon request. The organization is the only animal shelter for all of Lane County and serves 3,000 animals a week. The Project will include the construction of two buildings to serve as dog shelters, remodeling of the cat shelter, and construction for a future veterinary medical clinic.

Ms. Louie-Smith described the terms of the financing. She reports that Greenhill Humane Society has already raised \$2,100,000, which will be applied to Project costs before any loan proceeds are expended. The loan will have a fixed rate, estimated at 4.796%, and will have a 15-month interest-only advance period. The loan will be amortized over 25 years and the Applicant is currently considering its options for the term of the loan.

SNAP Counsel's report is included in the materials. Ms. McCoog reported that if preliminary approval is given, SNAP Counsel would conduct its usual diligence and document preparation. Ms. McCoog recommended the transaction for preliminary approval.

The Financial Advisor's report is included in the materials. Mr. Brown reported on his conversations with the Applicant in January, and discussed the Applicant's RFP process for selecting a Bank. He reported that the application was consistent with his discussions with the Applicant.

The Executive Director's report is included in the materials. Ms. Griffith expects a smooth transaction, and reported that if preliminary approval is given, the financing team would expect to seek final approval in August for final approval and closing.

**After discussion, Mr. McAuliffe moved that the Authority adopt Resolution 2018-6, granting preliminary approval to Greenhill Humane Society and Society for the Prevention of Cruelty to Animals for an OFA SNAP Loan in an approximate amount of \$2,150,000. Ms. deHamel seconded the motion, and Resolution 2018-6 was unanimously approved.**

Ms. McLennan asked for any public comment. There was none.

There being no further business to come before the meeting, the meeting was adjourned at approximately 1:30 pm.

/s/Martha McLennan  
Martha McLennan, Chair

/s/Gwendolyn Griffith  
Gwendolyn Griffith, Executive Director

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