

College of the Desert Financing Corp. Board of Directors Meeting
45524 Oasis Street, Indio, CA 92201
MONDAY, JUNE 16, 2014, 9:00 A.M.

LOCATION: Indio City Hall, Large Conference Room
100 Civic Center Mall, Indio, CA 92201
(760) 391-4000

MINUTES

I. Call to Order / Open Session

- Pledge of Allegiance
- Roll Call
- Additions or Deletions of Agenda Items

Dr. Kinnamon called the meeting to order at 9:05 a.m. and led the pledge of allegiance.

Dr. Kinnamon called the roll:

Present: Mike Wilson
Dan Martinez
Larry Salas was not present for roll call but arrived at 9:15 a.m.
Joel Kinnamon

Not Present: Becky Broughton

There were no additions or deletions to the agenda. Agenda was confirmed as presented.

II. Public Comments

There were no public comments.

III. Financing Corp. Action:

- 1) Consider and take action on the Resolution approving, authorizing and directing execution by the Corporation of documents in connection with the construction and development of a Desert Community College District facility, including the adoption of Bylaws, Secretary Certificate, and a Resolution Authorizing the Corporation to enter into the New Markets Tax Credit financing transaction.

Motion: Mr. Mike Wilson made a motion to approve action item #1, seconded by Mr. Dan Martinez.

Discussion: Dr. Kinnamon introduced the item and asked for a brief overview of the New Market Tax Credit Structure and the need for the Financing Corporation. Consultants and legal counsel participated via conference call, which included the following:

Mr. David Cohan – Peaks Co. LLC. – New Market Tax Credit Consultant

Ms. Kim Smith – Butler Snow – Legal Counsel
Ms. Anna Watson – Butler Snow – Legal Counsel
Mr. Mike Allderdice – Bergman and Allderdice – Legal Counsel

Mr. Cohan provided an overview of the New Market Tax Credits (NMTC) structure and the need for the Desert Community Financing Corporation and asked Ms. Smith to provide further information.

Ms. Smith provided a summary of the transactions and the need for the Financing Corporation. Mr. Martinez asked a question relating to the Bylaws and his appointment related to his position or him as an individual. What happens if they no longer serve in the current position? Ms. Smith responded by indicating that if this did happen, it would probably be prudent to hold a meeting to appoint a different individual that would be related to the project and the area.

Ms. Smith provided information about the resolution and offered to go into as much detail as necessary. The non-profit financing corporation was set up because the college could not legally be the entity per the tax code. Ms. Smith stated that the college will lease the property and there will be lease payments for the term of the lease which is seven years. There will be a flow of funds during the lease period. The property will transfer back to the college at the end of the lease.

The total amount authorized is approximately \$18,000,000.00. This transaction was sized to reflect \$9,000,000.00 for the NMTC portion. This process allows for future NMTC and would require another NMTC transaction. Mr. Cohan will be looking for another eligible party to provide this service.

Roll Call Vote:

Yes:	Larry Salas, Mike Wilson, Dan Martinez, Joel Kinnamon
No:	None
Absent:	Becky Broughton
Abstain:	None

Motion approved.

IV. New Business

Dr. Kinnamon asked if there was any other business. Mr. Martinez asked if they are required to have regular meetings. Mr. Allderdice responded that there needs to be annual scheduled meetings per the corporation and that all meetings are to be in compliance with The Brown Act.

V. Adjournment

The meeting adjourned at 9:35 a.m.