

**CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY
BOND FINANCING PROGRAM
Meeting Date: April 20, 2021**

Request to Approve a Final Resolution Authorizing the Issuance of Tax-Exempt Revenue Notes for New Money and Refunding Purposes and a Request to Approve a Resolution for Small Business Assistance Fund Costs of Issuance Assistance

Prepared by: Solomita Malko

Applicant:	Amador Valley Industries, LLC, and/or its affiliates	Final Resolution Amount	\$13,085,000
		New Money Amount Requested:	\$9,000,000
		Refunding Amount Requested:	\$4,085,000
Project Location:	City of Pleasanton and City of Livermore (Alameda County)	Application No.:	942 (SB)
		Final Resolution No.:	21-01-609
		SBAF Resolution No.:	21-01-02
		Prior Actions:	Original IR 16-16 approved on 12/13/16. IR 16-16 reinstatement, extension and amendment approved on 12/30/19. IR 16-16 second amendment approved on 11/25/20.

Summary. Amador Valley Industries, LLC, and/or its affiliates (the “Borrower”) requests the approval of a Final Resolution for a total amount not to exceed \$13,085,000 in tax-exempt notes of which \$4,085,000 will be used to refund the Series 2018 Notes (the “Prior Notes”) previously issued by the California Pollution Control Financing Authority (the “Authority”). The Borrower is also requesting the approval of a Small Business Assistance Fund (SBAF) Resolution in the amount of \$114,000. The new money amount of \$9,000,000 will be used to purchase new solid waste equipment and State Air Resources Board (CARB) compliant collection vehicles (the “Project”).

Borrower. The Borrower and its affiliates are in the business of solid waste collection, transfer, and disposal. Amador Valley Industries, LLC, was organized in California on August 23, 2004, and offers a variety of garbage and recycling collection services broken down into segments servicing residential, commercial, multi-family and school systems.

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The principal stockholders of the Borrower are as follows:

Robert Molinaro 1992 Trust	30.00%
Anthony Macchiano 2020 Trust	12.50%
Shirley Macchiano 2020 Trust	12.50%
Gina Cardera	15.00%
Walt Lupeika	15.00%
John Repetto	10.00%
Mike Lupeika	<u>5.00%</u>
Total:	<u>100.00%</u>

The affiliated companies owned by Mr. Molinaro and Mr. Macchiano are Pleasanton Garbage Service, Inc.; City Automatic Recycling, Inc.; Pleasanton Truck and Equipment Repair, Inc.; M&M Land Company, LLC; Recycling & Resource Recovery, LLC; and Southfront, LLC. The Borrower is a small business. Together, these companies employ 211 employees.

Although not affiliates, Mr. Molinaro and Mr. Macchiano are shareholders or members of Alameda County Industries, Mission Trail, Santa Clara Valley Industries, and Bay Counties/Specialty.

Legal Status Questionnaire. The Authority staff has reviewed the Borrower's responses to the questions contained in the Legal Status Questionnaire portion of the Application. The information disclosed in the Legal Status Questionnaire portion of the Application does not raise concerns concerning the financial viability or legal integrity of this applicant.

Tax Equity and Fiscal Responsibility Act (TEFRA). The TEFRA hearing was held on March 12, 2021. There were no comments received in support of or in opposition to this Project.

Fees. The Borrower has paid an application fee of \$5,000 and will pay an administrative fee of \$13,000 at closing for the new money portion of the financing. Additionally, the Company will pay the Authority's actual costs, including but not limited to, applicable Issuer's Counsel fees, Agent for Sale fees and staff costs for the refunding portion of the transaction, in lieu of CPCFA's usual refunding fee.

SBAF Eligibility. The SBAF, established in Section 8041 of Division 11 of Title 4 of the California Code Regulations, is funded by fees collected from large- business borrowers with more than 500 employees to help offset the costs of issuance for small businesses that participate in the program. The SBAF assistance is available on a sliding scale to small-business borrowers, defined in Section 8020(1) of Division 11 of Title 4 of the California Code of Regulations as those who employ no more than 500 employees, unless the par amount of the bond issue is above \$13,750,000.

SBAF Assistance. The Borrower is a small business with a par amount eligible for assistance from the SBAF in an amount not to exceed \$114,000.

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Prior Financings. Prior financings of the Borrower and its affiliates are listed below.

Description	Date of Bond Issue	Original Amount	Amount Outstanding as of 3/11/2021
Amador Valley Industries Series 2005A	6/14/2005	\$6,900,000	\$0
Amador Valley Industries Series 2018	5/09/2018	\$4,085,000	\$4,085,000
TOTALS:		<u>\$10,985,000</u>	<u>\$4,085,000</u>

Project Description. The Borrower collects and processes residential recyclables in the City of Dublin. The Project is in response to an existing franchise agreement with the City of Dublin that has been extended for 15 years. The new money amount of \$9,000,000 will be used to purchase additional CARB-compliant collection vehicles and equipment upgrades.

All vehicles and equipment being purchased will be located at leased facilities located at 3110 and 3200 Busch Road in Pleasanton and 6175 Southfront Road in Livermore.

A lease agreement is in place for a portion of the property located at 3110 Busch Road between the Borrower and M&M Land Company, LLC. The term of the lease automatically extends from year to year unless terminated by the Borrower.

A sublease agreement for a portion of the property at 3200 Busch Road is in place between the Borrower and M&M Land Company, LLC, who leases this portion of the property from Kiewit Infrastructure Company. The current lease agreement term ends on October 31, 2023, and contains options to extend beyond that time.

A second amendment to the lease agreement is in place for a portion of the property at 6175 Southfront between Southfront, LLC, and the Borrower. This lease agreement term ends on September 30, 2029, and contains options to extend.

M&M Land Company, LLC, and Southfront, LLC, are affiliated companies. The owners of the 3110 Busch Road and Southfront Road properties are Mr. Molinaro and Mr. Macchiano, who have common ownership with the Borrower. Kiewit Infrastructure Company owns the 3200 Busch Road property and is not related to the Borrower.

The anticipated project costs are listed below:

Acquisition of Vehicles	\$8,051,796
Acquisition and Installation of New Equipment	250,000
Contingency	518,204
Redemption of Series 2018 Notes	4,085,000
Costs of Issuance	<u>180,000</u>
Total:	<u>\$13,085,000</u>

Note: The Project costs reported in the Borrower's application and shown here in the Authority staff's report are estimated costs. At the time this financing closes, the estimated Project costs will be finalized and stated in the Tax Certificate. Variations from the costs shown in the application and in this report may occur prior to the closing due to the increased costs of certain components of the Project from original estimates, and other reasons. In addition,

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those costs may vary after closing due also to increased costs, as well as design and equipment modifications during construction, differences in equipment due to future changes in statutes or regulation or for other reasons. However, the Borrower confirms, through the submission of a signed application and will confirm through covenants and representations in various note documents, that all assets purchased with note proceeds will qualify for tax-exempt financing, they will be used to complete the Project as described and the average life tests required by federal law and described in the Tax Certificate will continue to be met. Tax-exempt financing may be only one source out of multiple sources of financing for a given project.

Anticipated Project Timeline. The Project has been initiated, and all proceeds are expected to be expended by December 31, 2024.

California Debt Limit Allocation Committee (CDLAC) Volume Cap Allocation. The Authority has applied on the Borrower's behalf to CDLAC for an exempt facility allocation in an amount not to exceed \$9,000,000 to be considered at its April 28, 2021, meeting.

Local Government. The Borrower received a letter of support signed on behalf of Linda Smith, City Manager of the City of Dublin (see Attachment A).

Pollution Control and/or Environmental Benefits. The Borrower represents the Project will generate the pollution control and environmental benefits described below.

Air Quality. The Borrower states, "Air Quality should be enhanced with the full implementation of the proposed Project by virtue of the fact that, as part of its compliance with air quality mandates and commitment to the City of Dublin, the Project sponsor is purchasing more compressed natural gas (CNG) fueled collection vehicles, thereby avoiding particulate matter associated with alternative types of vehicles such as diesel."

Water Quality. The Borrower states, "The CNG-fueled vehicles will create less particulate matter as compared to a diesel fueled vehicle which will reduce the particulate pollution that may end up in the ocean and other area creek beds and streams."

Safety and Compliance. The Borrower states, "The Project will be compliant with all state and local mandates."

Consumer Cost Savings and Efficiencies. The Borrower states, "In determining the Project Sponsor's proposed rate structure for its Franchise Agreements its capital cost considered the use of tax-exempt financing. The lower cost of tax-exempt financing will provide greater flexibility as far as future rate structures."

Permitting and Environmental Approvals. The Borrower has provided a signed letter from Walt Lupeika, Chief Financial Officer, articulating that the Project is consistent with its existing zoning and permit requirements. The Borrower represents that the Project neither requires a new California Environmental Quality Act (Division 13 (commencing with Section 21000) of the Public Resources Code) process nor does it require any additional discretionary permits.

Financing Details. The Borrower anticipates a direct bank purchase of negotiated tax-exempt notes with Comerica Bank, which is a Qualified Institutional Buyer (QIB) as defined in SEC Rule

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144A under the Securities Act of 1933, in minimum denominations of \$250,000 or any integral multiple of \$5,000 in excess thereof. Subsequent transfer is restricted to the transfer of the note in whole or, with the consent of the Authority, in part. The target date for financing is May 12, 2021.

For state law purposes, the notes will be delivered (“drawn down”) incrementally. For federal tax law purposes, since at least \$50,000 of the notes will be delivered on the initial closing date, the entire \$13,085,000 will be deemed issued at closing and will receive the full amount of volume cap allocation dedicated to the notes. This structure will provide significant cost savings to the Borrower.

Financing Team.

Municipal Advisor to the Borrower: Westhoff, Cone & Holmstedt
Note Counsel: Law Offices of Leslie M. Lava
Issuer’s Counsel: Office of the Attorney General
Direct Bank Purchaser: Comerica Bank
Trustee: The Bank of New York Mellon
Trust Company, N.A.

Staff Recommendation. Staff recommends the approval of a Final Resolution No. 21-01-609 in an amount not to exceed \$13,085,000 and a SBAF Resolution No. 21-01-02 in an amount not to exceed \$114,000 for Amador Valley Industries, LLC, and/or its affiliates.

Attachment A



January 20, 2021

Mr. Larry Flood
Executive Director
California Debt Limit Allocation Committee
935 Capitol Mall, Room 311
Sacramento, CA 95814

RE: California Debt Limit Allocation Committee, Exempt Facility
Approval's Amador Valley Industries, LLC Project

Dear Mr. Larry Flood:

I write to you today on behalf of Amador Valley Industries, LLC relating to their environmental project for which approval will be requested at the next California Debt Limit Allocation Committee ("CDLAC") meeting.

Our City just extended our Franchise Agreement with the Company. In order to fulfill a portion of the requirements under their new Agreement, the Company will acquire new collection vehicles and acquire additional equipment. I understand that in order to receive approval for the issuance of tax exempt bonds that will fund these costs and, on whose lower interest rates the "project" economics have been based, CDLAC must grant part of the State's allocation for "private activity" bonds as defined by the federal government to the Project.

We and Amador Valley Industries, LLC agree that the implementation of this project is a cost-effective addition to our overall program.

On behalf of the City of Dublin I would appreciate it if you would approve the Amador Valley Industries, LLC Project at your next meeting. Thank you.

Sincerely,

Linda Smith
City Manager

cc: Bob Molinaro, Amador Valley Industries, LLC

- City Council
925.833.6650
- City Manager
925.833.6650
- Community Development
925.833.6640
- Economic Development
925.833.6650
- Finance/T
925.833.6640
- Fire Prevention
925.833.6606
- Human Resources
925.833.6605
- Parks & Community Services
925.833.6645
- Police
925.833.6670
- Public Works
925.833.6630

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**FINAL RESOLUTION OF THE
CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY
AUTHORIZING THE ISSUANCE OF REVENUE NOTES FOR
NEW MONEY AND REFUNDING PURPOSES FOR THE
SOLID WASTE DISPOSAL AND RECYCLING FACILITIES AND EQUIPMENT
OF AMADOR VALLEY INDUSTRIES, LLC AND/OR ITS AFFILIATES**

April 20, 2021

WHEREAS, the California Pollution Control Financing Authority (the “Authority”) has received the application of Amador Valley Industries, LLC (the “Borrower”) for financial assistance to finance or refinance the acquisition and installation, if any, of solid waste equipment to be located at one or more of the following sites (the “Sites”): 3110 and/or 3200 Busch Road, Pleasanton, California 94566, 6175 Southfront Road, Livermore, California 94551 and/or with customers located in Dublin, California and/or other incorporated or unincorporated areas of Alameda County, California; all as more particularly described in the Term Sheet attached hereto as Exhibit A and incorporated herein (the “Term Sheet”) (collectively, the “2021 Project”); and

WHEREAS, the Authority has previously issued its California Pollution Control Financing Authority Variable Rate Demand Solid Waste Disposal Revenue Notes (Amador Valley Industries, LLC Project) Series 2018 (the “Prior Notes”); and

WHEREAS, the Borrower now wishes to refund the Prior Notes, which financed or refinanced the acquisition and installation, if any, of equipment for the collection, processing, transfer and recycling of solid waste at one or more of the Sites; all as more particularly described in the Term Sheet (the “Prior Project” and, together with the 2021 Project, the “Project”); and

WHEREAS, the Borrower has requested the Authority to issue its revenue notes from time to time in an amount not to exceed \$13,085,000 to assist in the financing or refinancing of the Project and the refunding of the Prior Notes; and

WHEREAS, the Borrower has applied for an allocation to finance the 2021 Project and certain costs of the issuance of the Notes, in the aggregate amount of \$9,000,000, from the California Debt Limit Allocation Committee (“CDLAC”) (the “Allocation”); and

WHEREAS, the Borrower has requested that such revenue notes be delivered in installments as described in the hereinafter referred indenture; and

WHEREAS, the proceeds of such revenue notes will be loaned to the Borrower under the hereinafter referred loan agreement with the Authority; and

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WHEREAS, final approval of the terms of such revenue notes and certain documents relating to such revenue notes is now sought; and

WHEREAS, the Borrower has provided documentation to the Authority demonstrating that the Project has complied with the California Environmental Quality Act (Division 13 (commencing with Section 21000) of the Public Resources Code) or is not a project under that division;

NOW, THEREFORE, BE IT RESOLVED by the California Pollution Control Financing Authority, as follows:

Section 1. The Project constitutes a “project” and the Borrower is a “participating party” within the meaning of the California Pollution Control Financing Authority Act (Division 27 (commencing with Section 44500) of the Health and Safety Code) (the “Act”).

Section 2. Pursuant to the Act, revenue obligations of the Authority, designated as the “California Pollution Control Financing Authority Variable Rate Demand Solid Waste Disposal Revenue Notes (Amador Valley Industries, LLC Project) Series 2021” (the “Notes”), or such alternate designation as may be approved by the Executive Director or the Deputy Executive Director of the Authority, in an aggregate principal amount not to exceed \$13,085,000, are hereby authorized to be issued. The Notes may be issued at one time, or from time to time, in one or more series or sub-series separately or differently identified, and may be issued in a tax-exempt mode, all in accordance with the Indenture (as hereinafter defined) as finally executed. The proceeds of the Notes shall be used to make a loan to the Borrower to finance or refinance the 2021 Project (including without limitation, reimbursing the Borrower for qualifying costs incurred for the 2021 Project prior to the issuance of the Notes), to refund the Prior Notes and to pay certain costs of issuance of the Notes. The Notes may be issued as a single issue for federal tax purposes with delivery of the Notes against proceeds done in periodic installments under a draw down mechanism.

Section 3. The Treasurer of the State of California (the “Treasurer”) is hereby authorized to sell the Notes, at one time or from time to time on or before December 31, 2021, by negotiated sale, at such price and at such interest rate or rates as the Treasurer may determine, such determination to be as set forth in the hereinafter referred to Purchase Contract. Delivery of the Notes at such times to be determined by the Authority pursuant to documents approved in Section 4 hereof, is hereby approved.

Section 4. The following documents:

(i) a loan agreement relating to the Notes (the “Loan Agreement”) between the Authority and the Borrower; and

(ii) an indenture relating to the Notes (the “Indenture”) between the Authority and the trustee named in the Term Sheet (the “Trustee”); and

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(iii) a note purchase contract relating to the Notes (the “Purchase Contract”) among the Authority, the Treasurer, as agent for sale, and the bank named in the Term Sheet, as purchaser (the “Purchaser”), and as approved by the Borrower;

are hereby approved in substantially the forms on file with the Authority prior to this meeting, with such insertions, deletions or changes therein in substantial conformance with the Term Sheet as the officer(s) executing and/or delivering the same may require or approve, such approval to be conclusively evidenced by execution and delivery thereof.

Section 5. Any modification to the 2021 Project made prior to the issuance of the Notes shall be reported to the Executive Director of the Authority, and such modification shall be subject to further approval by the Authority.

Section 6. Any material changes to the note sale structure prior to the issuance of the Notes are subject to further approval by the Authority.

Section 7. The Authority understands and agrees that pursuant to the terms of the Loan Agreement, the obligations of the Borrower may, under some circumstances, be carried out or assumed by a successor or assignee entity, or by an Affiliate of the Borrower. For purposes of this Resolution, an “Affiliate” of the Borrower means any person or entity that meets the definition of “Participating Party” in the Act and controls, is controlled by or is under common control with the Borrower, as shown by the possession, directly or indirectly, of the power to direct or cause the direction of its management or policies, whether through majority equity ownership, contract or otherwise.

Section 8. The dates, maturity dates, interest rate or rates, interest payment dates, denominations, forms, registration privileges, place or places of payment, terms of redemption and other terms of the Notes shall be as provided in the Indenture, as finally executed.

Section 9. The Notes shall be executed by the manual or facsimile signature of the Chair or any Deputy to the Chair and the seal of the Authority shall be affixed thereon (or a facsimile reproduced thereon) in the form set forth in and otherwise in accordance with the Indenture. The Notes, when executed, shall be delivered to the Trustee under the Indenture for authentication by the Trustee. The Trustee is hereby requested and directed to authenticate the Notes by executing the Trustee’s certificate of authentication appearing thereon. The Trustee is hereby requested and directed to deliver the Notes, when duly executed and authenticated, to the Purchaser in accordance with written instructions executed on behalf of the Authority, which instructions are hereby approved. Such instructions shall provide for the delivery of the Notes to the Purchaser upon payment of the purchase price thereof.

Section 10. The Authority hereby dedicates and confirms the Allocation to the Notes of \$9,000,000 from the Allocation to be received from CDLAC, if approved, to finance or refinance certain costs of the 2021 Project and to pay certain costs of issuance of the Notes, so as to satisfy the requirements of Section 146(e) of the Internal Revenue Code of 1986, with respect to the Notes. The Allocation shall automatically revert to CDLAC unless the Authority has executed the Notes on behalf of the Borrower by the close of business one hundred eighty (180) days from the date of

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the approval of the Allocation. The Executive Director of CDLAC may approve an extension of up to ninety (90) days, which approval shall not be unreasonably withheld. This extension will result in a forfeiture of the Project's performance deposit to the extent that the performance deposit has not previously been forfeited. The Authority shall return any unused Allocation to CDLAC.

Section 11. Each officer of the Authority, acting alone, is hereby authorized and directed, to do any and all ministerial acts that the officer may deem necessary or advisable in order to consummate the issuance, sale or delivery of the Notes, and otherwise to effectuate the purposes of this Resolution and the Indenture, the Loan Agreement and the Purchase Contract. The Authority hereby approves any and all documents to be delivered in furtherance of the foregoing purposes, including without limitation, any certifications, including, a tax certificate.

Section 12. The provisions of the resolution of the Authority entitled "Resolution of the California Pollution Control Financing Authority Delegating Certain Powers and Authorizing Certain Actions Related to Bond Financings," Resolution No. 21-01-001, adopted by the Authority on January 19, 2021, (the "Delegation Resolution") apply to the documents and actions approved in this Resolution, and the provisions of Resolution No. 21-01-001 are incorporated herein by reference. This Section 12 shall be deemed to refer to and incorporate any resolution of a similar nature adopted hereafter by the Authority that replaces or supersedes the Delegation Resolution.

Section 13. The provisions of the Initial Resolution No. 16-16, as amended, approved by the Executive Director of the Authority, on behalf of the Authority, on November 25, 2020, pursuant to the Executive Director's delegation authority, apply to the documents and actions approved in this Resolution, and the provisions of such resolution are incorporated herein by reference.

Section 14. The Certification of Compliance II or equivalent form must be submitted by the Borrower to the Authority by February 1 annually, until the project's Certificate of Completion has been submitted to the Authority, as provided in the Loan Agreement. These forms may be found at this website location: <http://www.treasurer.ca.gov/cdlac>. A failure to demonstrate compliance may result in the disqualification from future allocations of the State Ceiling on Qualified Private Activity Bonds.

Section 15. The Loan Agreement, Indenture and Purchase Contract expressly provide that CDLAC is a third-party beneficiary of the terms and conditions set forth in CDLAC's Resolution. Once the Notes are executed and delivered, the terms and conditions set forth in CDLAC's Resolution shall be enforceable by CDLAC through an action for specific performance or any other available remedy.

Section 16. The Authority hereby approves and ratifies each and every action taken by its officers, agents, members and employees prior to the date hereof in furtherance of the purposes of this Resolution.

Section 17. This Resolution shall take effect immediately upon its passage. The adoption by the Authority of this final resolution for the Borrower shall not be referred to in any application before any government agency as evidence of the feasibility, practicality or suitability

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of the Project or in any application for any required permission or authority to construct or operate the Project.

EXHIBIT A

TERM SHEET

Name of Issue: California Pollution Control Financing Authority Variable Rate Demand Solid Waste Disposal Revenue Notes (Amador Valley Industries, LLC Project) Series 2021 (the “Notes”)

Maximum Amount of Issue: \$13,085,000 (tax-exempt)

Issuer: California Pollution Control Financing Authority (the “Authority”)
Sacramento, CA

Borrower: Amador Valley Industries, LLC
Pleasanton, CA

Purchaser: Comerica Bank
San Jose, CA

Note Counsel: Leslie M. Lava, Esq.
Tiburon, CA

Trustee: The Bank of New York Mellon Trust Company, N.A.
Los Angeles, CA

Underwriter: Not applicable

Remarketing Agent: Not applicable

Project: (1) Finance or refinance the acquisition and installation, if any, of solid waste equipment to be located at one or more of the following sites (the “Sites”): 3110 and/or 3200 Busch

Road, Pleasanton, California 94566, 6175 Southfront Road, Livermore, California 94551 and/or with customers located in Dublin, California and/or other incorporated or unincorporated areas of Alameda County, California; and (2) refund the Prior Notes that financed or refinanced the acquisition and installation, if any, of equipment for the collection, processing, transfer and recycling of solid waste at one or more of the Sites.

Maximum Note Term:

Not to exceed 21 years

Type of Sale:

Negotiated sale; direct purchase by Purchaser

Description of Minimum Denominations:

\$250,000 or any integral multiple of \$5,000 in excess thereof during index interest rate period (initial period)

Financing Structure:

Index interest rate notes deliverable in installments using a draw down mechanism, convertible to term interest rate or weekly variable rate with tender option pursuant to the Indenture; transferrable by Purchaser to either an affiliate of the Purchaser or, upon delivery of a letter of representation, a "Qualified Institutional Buyer", as defined in Rule 144A of the Securities Act of 1933, as amended

Maximum Interest Rate:

Lesser of 12% or the maximum rate permitted by law

Letter of Credit:

Not applicable

Other Credit Enhancement:

Not applicable

Anticipated Note Rating:

Unrated

Type of Financing:

Solid waste disposal revenue notes

Prepared by:

Leslie M. Lava, Esq.
Law Offices of Leslie M. Lava
(415) 331-6464

**RESOLUTION OF THE CALIFORNIA
POLLUTION CONTROL FINANCING AUTHORITY
RELATING TO ASSISTANCE FROM THE SMALL
BUSINESS ASSISTANCE FUND FOR
AMADOR VALLEY INDUSTRIES, LLC
AND/OR ITS AFFILIATES**

April 20, 2021

WHEREAS, the California Pollution Control Financing Authority (the “Authority”) has approved the application of Amador Valley Industries, LLC (the “Borrower”), for financial assistance to (1) finance or refinance the acquisition and installation, if any, of solid waste equipment to be located at one or more of the following sites (the “Sites”): 3110 and/or 3200 Busch Road, Pleasanton, California 94566, 6175 Southfront Road, Livermore, California 94551 and/or with customers located in Dublin, California and/or other incorporated or unincorporated areas of Alameda County, California; and (2) refund the Authority’s Variable Rate Demand Solid Waste Disposal Revenue Notes (Amador Valley Industries, LLC Project) Series 2018 that financed or refinanced the acquisition and installation, if any, of equipment for the collection, processing, transfer and recycling of solid waste at one or more of the Sites, all as more particularly described in Application No. 942(SB) of the Borrower (the “Project”) and has adopted its Resolution No. 21-01-609 (the “Final Resolution”) authorizing the issuance of revenue notes to provide such financial assistance; and

WHEREAS, the Authority has established the Small Business Assistance Fund (the “Fund”) in Section 8041 of Title 4 of the California Code of Regulations to assist small businesses to obtain pollution control financing through the issuance of tax-exempt revenue notes (the “Notes”); and

WHEREAS, the Authority has received and accepted an application from the Borrower for assistance from the Fund; and

WHEREAS, Borrower is a “small business” as defined in Section 8020 of Title 4 of the California Code of Regulations and classified pursuant to Title 13 Code of Federal Regulations, Part 121, Subpart A (1-1-94 Edition) or it has 500 employees or less, and is otherwise eligible for assistance from the Fund; and

WHEREAS, the Project constitutes a “project” within the meaning of the California Pollution Control Financing Authority Act (Division 27 (commencing Section 44500) of the Health and Safety Code); and

WHEREAS, the Borrower has demonstrated a financial capability to make loan payments to the satisfaction of the purchaser of the Notes, as named in the Final Resolution; and

WHEREAS, authorization of assistance from the Fund is now sought;

NOW, THEREFORE, BE IT RESOLVED by the California Pollution Control Financing Authority, as follows:

Section 1. The Authority hereby authorizes and approves up to \$114,000 of assistance from the Fund to the Borrower to be used for payment of certain costs of issuance of the Notes. The actual amount of assistance shall be determined by the Executive Director or Deputy Executive Director of the Authority based upon the final terms of the sale of the Notes and based on the financing amount eligible for allocation of volume cap pursuant to California Code of Regulations, Title 4, Section 8042(c).

Section 2. The Executive Director or the Deputy Executive Director of the Authority is hereby authorized and directed to do any and all ministerial acts and to execute and deliver a contract for financial assistance with the Borrower in conformance with the terms of this resolution, which they may deem necessary or advisable in order to provide the assistance from the Fund and otherwise to effect the purposes of this resolution.

Section 3. This resolution shall take effect immediately upon adoption hereof. The adoption by the Authority of this resolution for the Borrower shall not be referred to in any application before any government agency as evidence of the feasibility, practicality or suitability of the Project or in any application for any required permission or authority to construct or operate the Project.