



# TOWN OF FAIRFAX

## STAFF REPORT

### July 12, 2017

**TO:** Mayor and Town Council

**FROM:** Garrett Toy, Town Manager *GT*  
Michael Vivrette, Finance Director

**SUBJECT:** Adopt a Resolution Amending the Debt Management Financial Policy

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#### **RECOMMENDATION**

Adopt a resolution amending the Debt Management Financial Policy.

#### **DISCUSSION**

Staff has been working with Mark Pressman, the Town's Municipal Advisor, to implement recent changes passed by the State requiring new language in the Debt Management Policy which the Town last amended on May 6, 2015. Mark has assisted the County, Mill Valley and other towns in updating their policies.

Chapter 307, Statutes of 2016 (Senate Bill 1029, Hertzberg), signed by Governor Brown on September 12, 2016, amends Government Code section 8855 to place additional reporting obligations on issuers of public debt in California. Effective January 1, 2017, issuers must certify that they have adopted local debt policies concerning the use of debt and that the proposed debt issuance is consistent with those policies.

The Finance Committee, consisting of Mayor Reed and Vice-Mayor Lacques (the Town Treasurer was unable to attend), reviewed the revisions to the Debt Management Financial Policy at their June meeting. In essence, the revised policy replaces the old policy in its entirety.

The changes are replacing the existing debt management policies with recommended language which incorporates most of the existing policies and adds findings and policies covering:

- Purposes for which debt can be issued
- Types of debt instruments
- The relationship of Debt to the CIP Program and Budget
- Policy Goals related to Planning Goals and objectives
- Circumstances for waiver of debt policy

#### **ATTACHMENT**

Resolution with Exhibit "A" Debt Management Financial Policy

AGENDA ITEM # 3

RESOLUTION 17-\_\_

**A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF FAIRFAX  
AMENDING THE DEBT MANAGEMENT FINANCIAL POLICY**

**WHEREAS**, the Town adopted its current Debt Management Financial Policy on May16, 2016; and

**WHEREAS**, pursuant to the provisions of section 8855(i) of the California Government Code effective January 1, 2017, prior to the issuance or incurrence of any debt, the Town is required to adopt local debt policies concerning the use of debt and that any proposed debt issuance is consistent with those local debt policies; and

**WHEREAS**, a revised Debt Management Financial Policy has been developed by the Town's Municipal Advisor and reviewed by the Town's Finance Committee to provide guidance in the issuance and management of debt by the Town or its related entities and is intended to comply with section 8855(i) of the California Government Code;

**NOW, THEREFORE, BE IT HEREBY RESOLVED** by the Town Council of the Town of Fairfax as follows:

1. The debt management policy, in the form attached hereto as Exhibit A (the "Debt Policy"), is hereby adopted.
2. The Town Manager, the Finance Director, the Town Clerk, and other appropriate officials of the Town are hereby authorized and directed to take any actions and execute and deliver any and all documents as are necessary to accomplish the provisions and directives of this Resolution.

The foregoing Resolution was duly passed and adopted at a regular meeting of the Town Council of the Town of Fairfax, held in said Town on the 12th of July 2017, by the following vote, to wit:

AYES:

NOES:

ABSENT:

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John Reed, Mayor

Attest: \_\_\_\_\_  
Michele Gardner, Town Clerk

# FINANCIAL POLICIES

## **8. DEBT MANAGEMENT POLICIES**

### **Issuance of Debt:**

This Debt Management Policy (the “Debt Policy”) of the TOWN OF FAIRFAX (the “Town”) was amended by the Town Council of the Town (the “Council”) on July 12, 2017. The Debt Policy may be amended by Council as it deems appropriate from time to time in the prudent management of the debt of the Town.

This Debt Policy will also apply to any debt issued by the Fairfax Financing Authority and any other public agency for which the Council acts as its legislative body.

The Debt Policy has been developed to provide guidance in the issuance and management of debt by the Town or its related entities and is intended to comply with Section 8855(i) of the California Government Code effective on January 1, 2017.

The main objectives are:

- to establish conditions for the use of debt;
- to ensure that debt capacity and affordability are adequately considered;
- to minimize the Town’s interest and issuance costs;
- to maintain the highest possible credit rating;
- to provide complete financial disclosure and reporting;
- and to maintain financial flexibility for the Town.

Debt, properly issued and managed, is a critical element in any financial management program. It assists in the Town’s effort to allocate limited resources to provide the highest quality of service to the public. The Town understands that poor debt management can have ripple effects that hurt other areas of the Town. On the other hand, a properly managed debt program promotes economic growth and enhances the vitality of the Town for its residents and businesses.

### **1. Findings**

This Debt Policy shall govern all debt undertaken by the Town. The Town hereby recognizes that a fiscally prudent debt policy is required in order to:

- Maintain the Town’s sound financial position.
- Ensure the Town has the flexibility to respond to changes in future service

## **EXHIBIT A**

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- priorities, revenue levels, and operating expenses.
- Protect the Town's credit-worthiness.
- Ensure that all debt is structured in order to protect both current and future taxpayers, ratepayers and constituents of the Town.
- Ensure that the Town's debt is consistent with the Town's planning goals and objectives and capital improvement program or budget, as applicable.
- Encourage those that benefit from a facility/improvement to pay the cost of that facility/improvement without the need for the expenditure of limited general fund resources.

## 2. Policies

### A. Purposes For Which Debt May Be Issued

The Town will consider the use of debt financing primarily for capital improvement projects (CIP) when the project's useful life will equal or exceed the term of the financing and when resources are identified sufficient to fund the debt service requirements. An exception to this CIP driven focus is the issuance of short-term instruments such as tax and revenue anticipation notes, which are to be used for prudent cash management purposes and conduit financing, as described below. Bonded debt should not be issued for projects with minimal public benefit or support, or to finance normal operating expenses.

If a department has any project which is expected to use debt financing, the department director is responsible for expeditiously providing the Town Manager and the Finance Director with reasonable cost estimates, including specific revenue accounts that will provide payment for the debt service. This will allow an analysis of the project's potential impact on the Town's debt capacity and limitations. The department director shall also provide an estimate of any incremental operating and/or additional maintenance costs associated with the project and identify sources of revenue, if any, to pay for such incremental costs.

(i) Long-Term Debt. Long-term debt may be issued to finance or refinance the construction, acquisition, and rehabilitation of capital improvements and facilities, equipment and land to be owned and/or operated by the Town, or to produce debt savings from refinancing other existing debt i.e., pension liability.

(a) Long-term debt financings are appropriate when the following conditions exist:

- When the project to be financed is necessary to provide basic services.
- When the project to be financed will provide benefit to constituents over multiple years.
- When total debt does not constitute an unreasonable burden to the Town and its taxpayers and ratepayers.

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- When the debt is used to refinance outstanding debt in order to produce debt service savings or to realize the benefits of a debt restructuring.
- (b) Long-term debt financings shall not generally be considered appropriate for current operating expenses and routine maintenance expenses.
- (c) The Town may use long-term debt financings subject to the following conditions:
- The project to be financed has been or will be approved by the Council.
  - The weighted average maturity of the debt (or the portion of the debt allocated to the project) will not exceed the average useful life of the project to be financed by more than 20%, unless specific conditions exist that would mitigate the extension of time to repay the debt and it would not cause the Town to violate any covenants to maintain the tax-exempt status of such debt, if applicable.
  - The Town estimates that sufficient income or revenues will be available to service the debt through its maturity.
  - The Town determines that the issuance of the debt will comply with the applicable requirements of state and federal law.
  - The Town considers the improvement/facility to be of vital, time-sensitive need of the community and there are no plausible alternative financing sources.
- (d) Periodic reviews of outstanding long-term debt will be undertaken to identify refunding opportunities. Refunding will be considered (within federal tax law constraints, if applicable) if and when there is a net economic benefit of the refunding. Refundings which are non-economic may be undertaken to achieve Town objectives relating to changes in covenants, call provisions, operational flexibility, tax status of the issuer, or the debt service profile.

In general, refundings which produce a net present value savings of at least three (3) percent of the refunded debt will be considered economically viable. However, the Town may determine that the non-economic benefits/objectives derived or achieved from refunding support a less than three percent net present value savings.

(ii) Short-term debt. Short-term borrowing may be issued to generate funding for cash flow needs in the form of Tax and Revenue Anticipation Notes (TRAN). Short-term debt may also be used to finance short-lived capital projects or equipment; for example, the Town may undertake lease-purchase financing for equipment, and such equipment leases may be longer than seven (7) years.

Short-term borrowing, includes commercial paper, and lines of credit, or other

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short-term loans. Short-term debt may be issued for any purpose for which long-term debt may be issued, including capitalized interest and other financing-related costs. Prior to issuance of the short-term debt, a reliable revenue source shall be identified to secure repayment of the debt. The final maturity of the debt issued to finance the project shall be consistent with the economic or useful life of the project and, unless the Council determines that extraordinary circumstances exist, must not exceed seven (7) years.

(iii) Financings on Behalf of Other Entities. The Town may also find it beneficial to issue debt on behalf of other governmental agencies or private third parties in order to further the public purposes of Town. In such cases, the Town shall take reasonable steps to confirm the financial feasibility of the project to be financed and the financial solvency of any borrower and that the issuance of such debt is consistent with the policies set forth herein. In no event will the Town incur any liability or assume responsibility for payment of debt service on such debt.

## **B. Types of Debt**

In order to maximize the financial options available to benefit the public, it is the policy of the Town of Fairfax to allow for the consideration of issuing all generally accepted types of debt, including, but not exclusive to the following:

- General Obligation (GO) Bonds: General Obligation Bonds are suitable for use in the construction or acquisition of improvements to real property that benefit the public at large. Examples of projects include libraries, parks, and public safety facilities. All GO bonds shall be authorized by the requisite number of voters in order to pass.
- Revenue Bonds: Revenue Bonds are limited-liability obligations tied to a specific enterprise or special fund revenue stream where the projects financed clearly benefit or relate to the enterprise or are otherwise permissible uses of the special revenue. An example of projects that would be financed by a Revenue Bond would be improvements to a water system, which would be paid back with money raised from the rates and charges to water users. Generally, no voter approval is required to issue this type of obligation but in some cases, the Town must comply with proposition 218 regarding rate adjustments.
- Lease-Backed Debt/Certificates of Participation (COP/Lease Revenue Bonds): Issuance of Lease-backed debt is a commonly used form of debt that allows a Town to finance projects where the debt service is secured via a lease agreement and where the payments are budgeted in the annual

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budget appropriation by the Town from the general fund. Lease-Backed debt does not constitute indebtedness under the state or the Town's constitutional debt limit and does not require voter approval.

- Special Assessment/Special District Debt: The Town will consider requests from developers for the use of debt financing secured by property based assessments or special taxes in order to provide for necessary infrastructure for new development only under strict guidelines adopted by the Council, which may include minimum value-to-lien ratios and maximum tax burdens. Examples of this type of debt are Assessment Districts (AD) and Community Facilities Districts (CFD) or more commonly known as Mello-Roos Districts. In order to protect bondholders as well as the Town's credit rating, the Town will also comply with all State guidelines regarding the issuance of special district or special assessment debt, as well as any policy required to be adopted under Government Code Section 53312.7.

The Town may from time to time find that other forms of debt would be beneficial to further its public purposes and may approve such debt without an amendment of this Debt Policy.

To maintain a predictable debt service burden, the Town will give preference to debt that carries a fixed interest rate. An alternative to the use of fixed rate debt is variable rate debt. The Town may choose to issue securities that pay a rate of interest that varies according to a pre-determined formula or results from a periodic remarketing of securities. When making the determination to issue bonds in a variable rate mode, consideration will be given in regards to the useful life of the project or facility being financed or the term of the project requiring the funding, market conditions, credit risk and third party risk analysis, and the overall debt portfolio structure when issuing variable rate debt for any purpose. The maximum amount of variable-rate debt should be limited to no more than 20 percent of the total debt portfolio.

The Town will not employ derivatives, such as interest rate swaps, in its debt program. A derivative product is a financial instrument which derives its own value from the value of another instrument, usually an underlying asset such as a stock, bond, or an underlying reference such as an interest rate. Derivatives are commonly used as hedging devices in managing interest rate risk and thereby reducing borrowing costs. However, these products bear certain risks not associated with standard debt instruments.

## **C. Relationship of Debt to Capital Improvement Program and Budget**

The Town intends to issue debt for the purposes stated in this Debt Policy and to

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implement policy decisions incorporated in the Town's capital budget and the capital improvement plan.

The Town shall strive to fund the upkeep and maintenance of its infrastructure and facilities due to normal wear and tear through the expenditure of available operating revenues. The Town shall seek to avoid the use of debt to fund infrastructure and facilities improvements that are the result of normal wear and tear, unless a specific revenue source has been identified for this purpose, such as Gas Tax funds.

The Town shall integrate its debt issuances with the goals of its capital improvement program by timing the issuance of debt to ensure that projects are available when needed in furtherance of the Town's public purposes.

The Town shall seek to issue debt in a timely manner to avoid having to make unplanned expenditures for capital improvements or equipment from its general fund.

## **D. Policy Goals Related to Planning Goals and Objectives**

The Town is committed to financial planning, maintaining appropriate reserves levels and employing prudent practices in governance, management and budget administration. The Town intends to issue debt for the purposes stated in this Debt Policy and to implement policy decisions incorporated in the Town's annual operating budget.

It is a policy goal of the Town to protect taxpayers, ratepayers and constituents by utilizing conservative financing methods and techniques so as to obtain the highest practical credit ratings (if applicable) and the lowest practical borrowing costs.

The Town will comply with applicable state and federal law as it pertains to the maximum term of debt and the procedures for levying and imposing any related taxes, assessments, rates and charges.

It shall be the policy goal of the Town to realize net present value savings whenever refinancing or refunding debt. In determining the appropriate level of net present value savings, the Town Council should consider any non-financial policy considerations in their decision making process.

## **E. Internal Control Procedures**

When issuing debt, in addition to complying with the terms of this Debt Policy, the



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Town shall comply with any other applicable policies regarding initial bond disclosure, continuing disclosure, post-issuance compliance, and investment of bond proceeds.

The Town will periodically review the requirements of and will remain in compliance with the following:

- any continuing disclosure undertakings under SEC Rule 15c2-12,
- any federal tax compliance requirements, including without limitation arbitrage and rebate compliance, related to any prior bond issues, and
- the Town's investment policies as they relate to the investment of bond proceeds.

Whenever reasonably possible, proceeds of debt will be held by a third-party trustee and the Town will submit written requisitions for such proceeds. The Town will submit a requisition only after obtaining the signature of the Town Manager or the Finance Director.

## **F. Waivers of Debt Policy**

There may be circumstances from time to time when strict adherence to a provision of this Debt Policy is not possible or in the best interests of the Town and the failure of a debt financing to comply with one or more provisions of this Debt Policy shall in no way affect the validity of any debt issued by the Town in accordance with applicable laws.