

Texas Water Development Board

PROJECT FUNDING REQUEST

BOARD DATE: March 21, 2018

TEAM MANAGER: Caaren Skrobarczyk

APPLICANT	City of Stephenville
TYPE OF ASSISTANCE	\$17,030,000 Certificates of Obligation
LEGAL PLEDGE	Ad Valorem Tax and Surplus Revenues of the Waterworks and Sewer System

STAFF RECOMMENDATION

Approve No Action

ACTION REQUESTED

Approve by resolution, a request from the City of Stephenville (Erath County) for \$17,030,000 in financing from the Clean Water State Revolving Fund for acquisition and construction of wastewater system improvements.

PROJECT

Eastside Sewer Project
Project Number 73744

BACKGROUND

Founded in 1856, the City of Stephenville (City), located in Erath County, is approximately 70 miles southwest of the Dallas/Fort Worth area. The City is the main campus of Tarleton State University, a public university associated with the Texas A&M University System with an estimated enrollment of 13,011 students.

The City's sanitary sewer collection system, on the eastern side of the City, is undersized for handling flows from the City's Business Park area and Tarleton State University. The City has had documented sewer overflows and currently has a Sanitary Sewer Overflow Initiative (SSOI) Agreement with the Texas Commission on Environmental Quality.

The City is proposing a multi-phased project to expand the service area to provide wastewater service to unserved parts of the county. The project will be structured with the first phase as a base bid, with other phases being alternate bids to be completed if construction costs allow. The project's first phase would construct a lift station at the wastewater treatment plant (WWTP), a sewer trunkline from the WWTP to a load transfer point that would transfer approximately 30% of existing City's flows, new segments of collector lines along the eastside of the City, and a non-potable reuse line for irrigation service and process water for potential commercial and industrial use. A second phase would extend an additional trunkline from the WWTP toward the City airport. The third

COMMITMENT PERIOD: ONE (1) YEAR TO EXPIRE MARCH 31, 2019.

phase would extend a trunkline along the U.S. Highway 281 corridor. The project includes funding for easement acquisition.

FINANCIAL

Key Issues

None.

Pledge and Repayment

The City is pledging ad valorem taxes and surplus system revenues for the repayment of the proposed loan. The City's current combined average monthly water and wastewater rate is \$81.70. Based on staff's analysis of financial documentation received, coverage is high at 1.42 times the current and proposed debt service in the first year of principal repayment. The City has outstanding general obligation and revenue debt and currently levies an interest and sinking fund tax of \$0.041 per \$100 of assessed value. According to staff's analysis, this will generate sufficient revenues to meet the current and proposed debt service requirements. In fiscal year 2020, the existing debt service requirements for the City decrease from approximately \$2 million to approximately \$1 million. This decrease in the debt service requirements after the first year increases the coverage ratio.

Cost Savings

Based on a 20-year maturity and current interest rates, the City could save approximately \$3,149,964 over the life of the loan.

Internal Risk Score

Staff assigns a 2B to the City and the proposed project to be funded by the Texas Water Development Board. This means that the City's payment capacity is adequate.

The results of the City's financial sustainability indicators are adequate. These more heavily weighted risk score indicators show the City's short-term and long-term ability to repay the debt. The revenues available for debt service provide a high coverage ratio for current and proposed debt service in the first year of principal repayment. In addition, the City's level of reinvestment in the assets of the utility's infrastructure is adequate with an asset condition ratio of 24 years. An asset condition ratio of 12 to 24 years is considered typical.

The City's socioeconomic indicators are on par with the state overall. The City's population has increased at an average annual rate of 2.06 percent since 2010, compared to an average annual increase of 1.72 percent for the state overall. The City's median household income is \$39,229, or about 72 percent of the median for the state overall. The average, unadjusted, unemployment rate for Erath County was 2.9 percent in November 2017, well below the 3.7 percent for the state overall.

The main driver of the economy in Erath County, and in the City, is agriculture. The City also has some manufacturing businesses including oil and gas products, electrical products, and food products. Tarleton State University is currently the largest employer. The diversity of the businesses in the City provides additional economic stability.

The utility system rates are above average with a household cost factor of 2.5 percent for water and wastewater services. The industry benchmark for the household cost factor is 2 percent for the two services.

The majority of the City's debt is supported by the utility system. The utility system ratio of self-supporting debt to operating revenues, including the proposed loans, is moderate at 3.34. A debt to operating revenues ratio of 2 to 4 is considered typical for utility systems. The system does maintain strong reserves with unrestricted cash and short-term investments of approximately 251 days of the operating expenses of the utility system. This is considered to be a high level of liquidity. Any amount between 30 and 150 days is considered to be a moderate level of liquidity.

The financial management of the utility system is adequate. The City has a capital improvement plan that is reviewed annually along with the City budget. The City currently has two other projects under development in conjunction with Texas Department of Transportation including an airport runway extension and a trail expansion along the Bosque River Trail. The City is also funding a Tarleton Methodist Branch Sanitary Sewer Relief Line through certificates of obligation to improve the collection system of their largest customer. This was started in response to a Sanitary Sewer Overflow violation.

The mix of indicators including the strong capital improvement policy, the economic diversity, the below average median household income, the above average household cost factor, and the large number of projects currently under way all support the assigned risk score of 2B.

LEGAL

Key Issues

None.

Conditions

Standard Clean Water State Revolving Fund, tax-exempt, combination tax and surplus system revenue conditions.

- Attachments:
1. Project Data Summary
 2. Debt Service Schedule
 3. Engineering/Environmental Review
 4. Project Budget
 5. Resolution (18-)
 6. Water Conservation Review
 7. Location Map

Project Data Summary

Responsible Authority	City of Stephenville
Program	Clean Water State Revolving Fund
Commitment Code	L1000715
Project Number	73744
Intended Use Plan Year	2018
Fund Number	651
Type of Pledge	3- Combo Tax and Surplus Revenues
Revenue Pledge Level	Third
Legal Description	\$17,030,000 Combined Tax and Surplus Revenue Certificates of Obligation, Proposed Series 2018
Tax-exempt or Taxable	Tax-exempt
Refinance	No
Outlay Requirement	Yes
Disbursement Method	Escrow
Outlay Type	Outlay <> Escrow
Population	19,347
Rural	No
Water Connections	5,083
Wastewater Connections	5,083
Qualifies as Disadvantaged	No
Clean Water State Revolving Fund Type	Equivalency
SWIFT Financing Type	N/A
SWIFT Characteristic	N/A
Financial Managerial & Technical Complete	N/A
Funding Phase Code	Acquisition and Construction
Pre-Design	No
Project Consistent with Water Plan	N/A
Water Conservation Plan	Adopted
Water Rights Certification Required	No
Internal Risk Score	2B
External Ratings (for SRF rates)	
Standard and Poor's	AA
Moody's	A1
Fitch	Non-Rated
Special Issues	

Project Team

Team Manager	Caaren Skrobarczyk
Financial Analyst	Lina Linehan
Engineering Reviewer	Kevin Smith
Environmental Reviewer	Chris Caran
Attorney	Joe Reynolds

ISSUE BEING EVALUATED
FOR ILLUSTRATION PURPOSES ONLY
City of Stephenville

\$17,030,000 Combination Tax and Surplus Revenue Certificates of Obligation, Proposed Series 2018

Dated Date: 7/1/2018
Delivery Date: 7/1/2018
First Interest: 12/1/2018
First Principal: 6/1/2020
Last Principal: 6/1/2039
Fiscal Year End: 09/30
Required Coverage: 1.1

Source: CWSRF-EQUIVALENCY
Rate: 1.10%
Insurance: No
Case: Tax & Revenue
Admin.Fee: \$292,899
Admin. Fee Payment Date: 7/1/2018
Total Assessed Valuation: \$1,202,917,268

FISCAL YEAR	CURRENT TAX RATE	TAX REVENUES WITH COLL. @ 90%	PROJECTED NET SYSTEM REVENUES	PROJECTED TOTAL REVENUES	CURRENT DEBT SERVICE	\$17,030,000 ISSUE					TOTAL DEBT SERVICE	COVERAGE
						PRINCIPAL PAYMENT	INTEREST RATE	INTEREST PAYMENT	TOTAL PAYMENT	TOTAL DEBT SERVICE		
2019	0.041	\$443,876	\$2,898,697	\$3,342,573	\$2,661,706	-	1.10%	\$171,719	\$171,719	\$2,833,425	1.18	
2020	0.041	443,876	2,898,697	3,342,573	1,004,770	770,000	1.10%	187,330	957,330	1,962,100	1.70	
2021	0.041	443,876	2,898,697	3,342,573	1,000,697	770,000	1.10%	178,860	948,860	1,949,557	1.71	
2022	0.041	443,876	2,898,697	3,342,573	1,025,837	775,000	1.10%	170,390	945,390	1,971,227	1.70	
2023	0.041	443,876	2,898,697	3,342,573	990,063	775,000	1.10%	161,865	936,865	1,926,928	1.73	
2024	0.041	443,876	2,898,697	3,342,573	993,563	785,000	1.10%	153,340	938,340	1,931,903	1.73	
2025	0.041	443,876	2,898,697	3,342,573	1,388,343	790,000	1.10%	144,705	934,705	2,323,048	1.44	
2026	0.041	443,876	2,898,697	3,342,573	1,399,228	795,000	1.10%	136,015	931,015	2,330,243	1.43	
2027	0.041	443,876	2,898,697	3,342,573	1,404,143	805,000	1.10%	127,270	932,270	2,336,413	1.43	
2028	0.041	443,876	2,898,697	3,342,573	770,569	815,000	1.10%	118,415	933,415	1,703,984	1.96	
2029	0.041	443,876	2,898,697	3,342,573	778,119	830,000	1.10%	109,450	939,450	1,717,569	1.95	
2030	0.041	443,876	2,898,697	3,342,573	792,725	840,000	1.10%	100,320	940,320	1,733,045	1.93	
2031	0.041	443,876	2,898,697	3,342,573	789,938	855,000	1.10%	91,080	946,080	1,736,018	1.93	
2032	0.041	443,876	2,898,697	3,342,573	499,000	870,000	1.10%	81,675	951,675	1,450,675	2.30	
2033	0.041	443,876	2,898,697	3,342,573	499,800	885,000	1.10%	72,105	957,105	1,456,905	2.29	
2034	0.041	443,876	2,898,697	3,342,573	-	900,000	1.10%	62,370	962,370	962,370	3.47	
2035	0.041	443,876	2,898,697	3,342,573	-	920,000	1.10%	52,470	972,470	972,470	3.44	
2036	0.041	443,876	2,898,697	3,342,573	-	935,000	1.10%	42,350	977,350	977,350	3.42	
2037	0.041	443,876	2,898,697	3,342,573	-	955,000	1.10%	32,065	987,065	987,065	3.39	
2038	0.041	443,876	2,898,697	3,342,573	-	970,000	1.10%	21,560	991,560	991,560	3.37	
2039	0.041	443,876	2,898,697	3,342,573	-	990,000	1.10%	10,890	1,000,890	1,000,890	3.34	
					\$70,194,043	\$15,998,499	\$17,030,000		\$2,226,244	\$19,256,244	\$35,254,743	

AVERAGE (MATURITY) LIFE	11.88 YEARS
NET INTEREST RATE	1.100%
COST SAVINGS	\$3,149,964
AVERAGE ANNUAL REQUIREMENT	\$1,678,797

Disclaimer: This is a working document and is provided as a courtesy. All information contained herein, including the proposed interest rate, is subject to change upon further review of the TWDB in accordance with 31 Texas Administrative Code Chapters 363, 371, 375, or 384, as applicable.

Stephenville
73744 Eastside Sewer Project
Engineering and Environmental Review

Engineering:

Key Issues:

Texas Department of Transportation utility install permit and easement acquisition will be required for sewer line route.

Project Need/Description

Project Need: Current sanitary sewer collection system on eastern side of the City is undersized for handling flows from the City's Business Park area and Tarleton State University. The City has had documented sewer overflows and currently has a Sanitary Sewer Overflow Initiative Agreement with TCEQ.

Project Description: The project's first phase would construct a lift station at the wastewater treatment plant (WWTP), a sewer trunkline from the WWTP to a load transfer point that would transfer approximately 30% of existing City's flows, new segments of collector lines along the eastside of the City, and a non-potable reuse line for irrigation service and process water for potential commercial and industrial use. A second phase would extend an additional trunkline from the WWTP toward the City airport. The third phase would extend a trunkline along the U.S. Highway 281 corridor. First phase will be structured as a base bid, with other phases being alternate bids to be completed if construction costs allow. The project includes funding for easement acquisition.

Project Schedule:

Project Task	Schedule Date
Closing	7/1//2018
Construction Completion	6/30/2020
Start of Construction	1/7/2019
Design Phase Complete	10/30/2018
Engineering Feasibility Report Completion (End of Planning Phase)	10/15/2018

Environmental Section:

Key Issues:

None known at this time.

Environmental Summary:

Pursuant to the environmental review requirements of 31 Texas Administrative Code (TAC) Chapter 375, Subchapter E, I have conducted an initial review of the wastewater treatment plant expansion project proposed by the City of Stephenville (City), Erath County, north-central Texas.

As set forth in the preliminary environmental information submitted by the applicant, there are no known environmental, social, or permitting issues that would preclude completion of this project. Pursuant to the requirements of 31 TAC Chapter 375, Subchapter E, I recommend that the Executive Administrator find the proposed project to be suitable for use of funds from the Clean Water State Revolving Fund for land acquisition and construction and that the project should be favorably recommended to the Board.



**Project Budget
Summary
Stephenville
73744 - Eastside Sewer
Project**

Budget Items	TWDB Funds	Total
Construction		
Construction	\$14,477,485.00	\$14,477,485.00
Subtotal for Construction	\$14,477,485.00	\$14,477,485.00
Special Services		
Environmental	\$50,000.00	\$50,000.00
Subtotal for Special Services	\$50,000.00	\$50,000.00
Fiscal Services		
Bond Counsel	\$60,000.00	\$60,000.00
Financial Advisor	\$67,700.00	\$67,700.00
Fiscal/Legal	\$9,500.00	\$9,500.00
Issuance Costs	\$2,500.00	\$2,500.00
Loan Origination Fee	\$292,899.00	\$292,899.00
Subtotal for Fiscal Services	\$432,599.00	\$432,599.00
Other		
Land/Easements Acquisition	\$688,851.00	\$688,851.00
Acquisition Services	\$81,000.00	\$81,000.00
Project Management	\$115,000.00	\$115,000.00
Subtotal for Other	\$884,851.00	\$884,851.00
Contingency		
Contingency	\$1,185,065.00	\$1,185,065.00
Subtotal for Contingency	\$1,185,065.00	\$1,185,065.00
Total	\$17,030,000.00	\$17,030,000.00

A RESOLUTION OF THE TEXAS WATER DEVELOPMENT BOARD
APPROVING AN APPLICATION FOR FINANCIAL ASSISTANCE IN THE AMOUNT OF
\$17,030,000 TO CITY OF STEPHENVILLE
FROM THE CLEAN WATER STATE REVOLVING FUND
THROUGH THE PROPOSED PURCHASE OF
\$17,030,000 CITY OF STEPHENVILLE, TEXAS COMBINATION TAX AND SURPLUS REVENUE
CERTIFICATES OF OBLIGATION, PROPOSED SERIES 2018

(18-)

WHEREAS, the City of Stephenville (City), located in Erath County, has filed an application for financial assistance in the amount of \$17,030,000 from the Clean Water State Revolving Fund (CWSRF) to finance the acquisition and construction of certain wastewater system improvements identified as Project No. 73744; and

WHEREAS, the City seeks financial assistance from the Texas Water Development Board (TWDB) through the TWDB's proposed purchase of \$17,030,000 City of Stephenville, Texas Combination Tax and Surplus Revenue Certificates of Obligation, Proposed Series 2018 (together with all authorizing documents, (Obligations)), all as is more specifically set forth in the application and in recommendations of the TWDB's staff; and

WHEREAS, the City has offered a pledge of ad valorem taxes and a lien on the surplus revenues of the waterworks and sewer system as sufficient security for the repayment of the Obligations; and

WHEREAS, the commitment is approved for funding under the TWDB's pre-design funding option, and initial and future releases of funds are subject to 31 TAC § 375.14; and

WHEREAS, the TWDB hereby finds:

1. that the revenue and/or taxes pledged by the City will be sufficient to meet all the Obligations assumed by the City, in accordance with Texas Water Code § 15.607;
2. that the application and assistance applied for meet the requirements of the Federal Water Pollution Control Act, 33 U.S.C. §§ 1251 *et seq.*, as well as state law, in accordance with Texas Water Code § 15.607;
3. that the City has adopted and implemented a water conservation program for the more efficient use of water that will meet reasonably anticipated local needs and conditions and that incorporates practices, techniques or technology prescribed by the Texas Water Code and TWDB's rules; and
4. that the City has considered cost-effective, innovative, and nonconventional methods of treatment, in accordance with Texas Water Code § 15.007.

NOW THEREFORE, based on these findings, the TWDB resolves as follows:

A commitment is made by the TWDB to the City of Stephenville for financial assistance in the amount of \$17,030,000 from the Clean Water State Revolving Fund through the TWDB's proposed purchase of \$17,030,000 City of Stephenville, Texas Combination Tax and Surplus Revenue Certificates of Obligation, Proposed Series 2018. This commitment will expire on March 31, 2019.

Such commitment is conditioned as follows:

Standard Conditions:

1. this commitment is contingent on a future sale of bonds by the TWDB or on the availability of funds on hand;
2. this commitment is contingent upon the issuance of a written approving opinion of the Attorney General of the State of Texas stating that all of the requirements of the laws under which said Obligations were issued have been complied with; that said Obligations were issued in conformity with the Constitution and laws of the State of Texas; and that said Obligations are valid and binding obligations of the City;
3. this commitment is contingent upon the City's compliance with all applicable requirements contained in 31 TAC Chapter 375;
4. the Obligations must provide that the Obligations can be called for early redemption only in inverse order of maturity, and on any date beginning on or after the first interest payment date which is 10 years from the dated date of the Obligations, at a redemption price of par, together with accrued interest to the date fixed for redemption;
5. the City, or an obligated person for whom financial or operating data is presented to the TWDB in the application for financial assistance either individually or in combination with other issuers of the City's Obligations or obligated persons, will, at a minimum, regardless of the amount of the Obligations, covenant to comply with requirements for continuing disclosure on an ongoing basis substantially in the manner required by Securities and Exchange Commission (SEC) in 17 CFR § 240.15c2-12 (Rule 15c2-12) and determined as if the TWDB were a Participating Underwriter within the meaning of such rule, such continuing disclosure undertaking being for the benefit of the TWDB and the beneficial owners of the City's Obligations, if the TWDB sells or otherwise transfers such Obligations, and the beneficial owners of the TWDB's bonds if the City is an obligated person with respect to such bonds under SEC Rule 15c2-12;
6. the Obligations must contain a provision requiring the City to levy a tax and/or maintain and collect sufficient rates and charges to produce system revenues in an amount necessary to meet the debt service requirements of all outstanding obligations and to maintain the funds established and required by the Obligations;

7. the Obligations must include a provision requiring the City to use any loan proceeds from the Obligations that are determined to be remaining unused funds, which are those funds unspent after the original approved project is completed, for enhancements to the original project that are explicitly approved by the Executive Administrator or if no enhancements are authorized by the Executive Administrator, requiring the City to submit a final accounting and disposition of any unused funds;
8. the Obligations must include a provision requiring the City to use any loan proceeds from the Obligations that are determined to be surplus funds remaining after completion of the project and completion of a final accounting for the following purposes as approved by the Executive Administrator: (1) to redeem, in inverse annual order, the Obligations owned by the TWDB; (2) deposit into the Interest and Sinking Fund or other debt service account for the payment of interest or principal on the Obligations owned by the TWDB; or (3) deposit into a reserve fund;
9. the Obligations must contain a provision that the TWDB may exercise all remedies available to it in law or equity, and any provision of the Obligations that restricts or limits the TWDB's full exercise of these remedies shall be of no force and effect;
10. loan proceeds are public funds and, as such, the Obligations must include a provision requiring that these proceeds shall be held at a designated state depository institution or other properly chartered and authorized institution in accordance with the Public Funds Investment Act, Government Code, Chapter 2256, and the Public Funds Collateral Act, Government Code, Chapter 2257;
11. loan proceeds shall not be used by the City when sampling, testing, removing or disposing of contaminated soils and/or media at the project site. The Obligations shall include an environmental indemnification provision wherein the City agrees to indemnify, hold harmless and protect the TWDB from any and all claims, causes of action or damages to the person or property of third parties arising from the sampling, analysis, transport, storage, treatment and disposition of any contaminated sewage sludge, contaminated sediments and/or contaminated media that may be generated by the City, its contractors, consultants, agents, officials and employees as a result of activities relating to the project to the extent permitted by law;
12. prior to closing, the City shall submit documentation evidencing the adoption and implementation of sufficient system rates and charges or, if applicable, the levy of an interest and sinking tax rate sufficient for the repayment of all system debt service requirements;
13. prior to closing, and if not previously provided with the application, the City shall submit executed contracts for engineering, and, if applicable, financial advisor and bond counsel contracts, for the project that are satisfactory to the Executive

Administrator. Fees to be reimbursed under the contracts must be reasonable in relation to the services performed, reflected in the contract, and acceptable to the Executive Administrator;

14. prior to closing, when any portion of the financial assistance is to be held in escrow or in trust, the City shall execute an escrow or trust agreement, approved as to form and substance by the Executive Administrator, and shall submit that executed agreement to the TWDB;
15. the Executive Administrator may require that the City execute a separate financing agreement in form and substance acceptable to the Executive Administrator;

Conditions Related To Tax-Exempt Status:

16. the City's bond counsel must prepare a written opinion that states that the interest on the Obligations is excludable from gross income or is exempt from federal income taxation. Bond counsel may rely on covenants and representations of the City when rendering this opinion;
17. the City's bond counsel opinion must also state that the Obligations are not "private activity bonds." Bond counsel may rely on covenants and representations of the City when rendering this opinion;
18. the Obligations must include a provision prohibiting the City from using the proceeds of this loan in a manner that would cause the Obligations to become "private activity bonds" within the meaning of § 141 of the Internal Revenue Code of 1986, as amended (Code) and the Treasury Regulations promulgated thereunder (Regulations);
19. the Obligations must provide that no portion of the proceeds of the loan will be used, directly or indirectly, in a manner that would cause the Obligations to be "arbitrage bonds" within the meaning of § 148(a) of the Code and Regulations, including to acquire or to replace funds which were used, directly or indirectly, to acquire Nonpurpose Investments (as defined in the Code and Regulations) which produce a yield materially higher than the yield on the TWDB's bonds that are issued to provide financing for the loan (Source Series Bonds), other than Nonpurpose Investments acquired with:
 - a. proceeds of the TWDB's Source Series Bonds invested for a reasonable temporary period of up to three (3) years after the issue date of the Source Series Bonds until such proceeds are needed for the facilities to be financed;
 - b. amounts invested in a bona fide debt service fund, within the meaning of § 1.148-1(b) of the Regulations; and

- c. amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed the least of maximum annual debt service on the Obligations, 125% of average annual debt service on the Obligations, or 10 percent of the stated principal amount (or, in the case of a discount, the issue price) of the Obligations;
20. the Obligations must include a provision requiring the City take all necessary steps to comply with the requirement that certain amounts earned on the investment of gross proceeds of the Obligations be rebated to the federal government in order to satisfy the requirements of § 148 of the Code. The Obligations must provide that the City will:
 - a. account for all Gross Proceeds, as defined in the Code and Regulations, (including all receipts, expenditures and investments thereof) on its books of account separately and apart from all other funds (and receipts, expenditures and investments thereof) and retain all records of such accounting for at least six years after the final Computation Date. The City may, however, to the extent permitted by law, commingle Gross Proceeds of its loan with other money of the City, provided that the City separately accounts for each receipt and expenditure of such Gross Proceeds and the obligations acquired therewith;
 - b. calculate the Rebate Amount, as defined in the Code and Regulations, with respect to its loan, not less frequently than each Computation Date, in accordance with rules set forth in § 148(f) of the Code, § 1.148-3 of the Regulations, and the rulings thereunder. The City shall maintain a copy of such calculations for at least six years after the final Computation Date;
 - c. as additional consideration for the making of the loan, and in order to induce the making of the loan by measures designed to ensure the excludability of the interest on the TWDB's Source Series Bonds from the gross income of the owners thereof for federal income tax purposes, pay to the United States the amount described in paragraph (b) above within 30 days after each Computation Date;
 - d. exercise reasonable diligence to assure that no errors are made in the calculations required by paragraph (b) and, if such error is made, to discover and promptly to correct such error within a reasonable amount of time thereafter, including payment to the United States of any interest and any penalty required by the Regulations;
21. the Obligations must include a provision prohibiting the City from taking any action that would cause the interest on the Obligations to be includable in gross income for federal income tax purposes;

22. the Obligations must provide that the City will not cause or permit the Obligations to be treated as “federally guaranteed” obligations within the meaning of § 149(b) of the Code;
23. the transcript must include a No Arbitrage Certificate or similar Federal Tax Certificate setting forth the City’s reasonable expectations regarding the use, expenditure and investment of the proceeds of the Obligations;
24. the transcript must include evidence that the information reporting requirements of § 149(e) of the Code will be satisfied. This requirement may be satisfied by filing an IRS Form 8038 with the Internal Revenue Service. In addition, the applicable completed IRS Form 8038 or other evidence that the information reporting requirements of § 149(e) have been satisfied must be provided to the Executive Administrator within fourteen (14) days of closing. The Executive Administrator may withhold the release of funds for failure to comply;
25. the Obligations must provide that neither the City nor a related party thereto will acquire any of the TWDB’s Source Series Bonds in an amount related to the amount of the Obligations to be acquired from the City by the TWDB;

State Revolving Fund Conditions:

26. the City shall submit outlay reports with sufficient documentation on costs on a quarterly or monthly basis in accordance with TWDB outlay report guidelines;
27. the Obligations must include a provision stating that all laborers and mechanics employed by contractors and subcontractors for projects shall be paid wages at rates not less than those prevailing on projects of a similar character in the locality in accordance with the Davis-Bacon Act, and the U.S. Department of Labor’s implementing regulations. The City, all contractors, and all sub-contractors shall ensure that all project contracts mandate compliance with Davis-Bacon. All contracts and subcontracts for the construction of the project carried out in whole or in part with financial assistance made available as provided herein shall insert in full in any contract in excess of \$2,000 the contracts clauses as provided by the TWDB;
28. the Obligations must include a provision stating that the City shall provide the TWDB with all information required to be reported in accordance with the Federal Funding Accountability and Transparency Act of 2006, Pub. L. 109-282, as amended by Pub. L. 110-252. The City shall obtain a Data Universal Numbering System (DUNS) Number and shall register with System for Award Management (SAM), and maintain current registration at all times during which the Obligations are outstanding;

29. the Obligations shall provide that all loan proceeds will be timely and expeditiously used, as required by 40 CFR § 35.3135(d), and also shall provide that the City will adhere to the approved project schedule;
30. the Obligations must contain a covenant that the City will abide by all applicable construction contract requirements related to the use of iron and steel products produced in the United States, as required by 31 TAC § 375.3, 33 U.S.C. § 1388, and related State Revolving Fund Policy Guidelines;
31. the Obligations must contain language detailing compliance with the requirements set forth in 33 U.S.C. § 1382 *et seq.* related to maintaining project accounts containing financial assistance for planning, design, acquisition, or construction, as applicable, in accordance with generally accepted accounting principles (GAAP). These standards and principles also apply to the reporting of underlying infrastructure assets;
32. the City shall submit, prior to the release of funds, a schedule of the useful life of the project components prepared by an engineer as well as a certification by the applicant that the average weighted maturity of the obligations purchased by the TWDB does not exceed 120% of the average projected useful life of the project, as determined by the schedule;

Clean Water State Revolving Fund Conditions:

33. prior to or at closing, the City shall pay a 1.75% origination fee to the TWDB calculated pursuant 31 TAC Chapter 375 and the applicable Intended Use Plan;
34. at the TWDB's option, the TWDB may fund the financial assistance under this Resolution with either available cash-on-hand or from bond proceeds. If the financial assistance is funded with available cash-on-hand, the TWDB reserves the right to change the designated source of funds to bond proceeds issued for the purpose of reimbursing funds used to provide the financial assistance approved in this Resolution;
35. prior to release of funds for professional consultants including, but not limited to, the engineer, financial advisor, and bond counsel, as appropriate, the City must provide documentation that it has met all applicable state procurement requirements as well as all federal procurement requirements under the Disadvantaged Business Enterprises program;
36. prior to release of funds for professional services related to architecture or engineering, including but not limited to contracts for program management, construction management, feasibility studies, preliminary engineering, design, engineering, surveying, mapping, or other architectural and engineering services as defined in 40 U.S.C. § 1102(2)(A)(C), the City must provide documentation that it

has met all applicable federal procurement requirements as more specifically set forth in 40 U.S.C. § 1101 *et seq.* and 33 U.S.C. § 1382(b)(14).

Pledge Conditions For The Loan:

37. the Obligations must contain a provision that provides as follows:
- a. if system revenues are actually on deposit in the Interest and Sinking Fund in advance of the time when ad valorem taxes are scheduled to be levied for any year, then the amount of taxes which otherwise would have been required to be levied and collected may be reduced to the extent and by the amount of revenues then on deposit in the Interest and Sinking Fund; or
 - b. if surplus revenues are based upon budgeted amounts:
 - i. the Obligations must include a requirement that the City transfer and deposit in the Interest and Sinking Fund each month an amount of not less than 1/12th of the annual debt service on the Obligations until the amount on deposit in the Interest and Sinking Fund equals the amount required for annual debt service on the Obligations; further, that the ordinance authorizing the issuance of the Obligations must include a requirement that the City shall not transfer any funds from the City's pledged system revenues to any fund other than the Interest and Sinking Fund until such time as an amount equal to the annual debt service on the Obligations for the then-current fiscal year has been deposited in the Interest and Sinking Fund;
 - ii. the Obligations must include a requirement that for each year the Obligations are outstanding, and prior to the time taxes are to be levied for such year, the City shall establish, adopt, and maintain an annual budget that provides for either the monthly deposit of sufficient surplus pledged revenues and/or tax revenues, the monthly deposit of any other legally available funds on hand at the time of the adoption of the annual budget, or a combination thereof, into the Interest and Sinking Fund for the repayment of the Obligations; and
 - iii. the Obligations must include a requirement that the City shall at all times maintain and collect sufficient rates and charges in conjunction with any other legally available funds so that after payment of the costs of operating and maintaining the system, it produces revenues in an amount not less than 1.10 times debt service requirements of all outstanding Obligations of the City and other obligations of the City which are secured in whole or in part by the pledged revenues, for which the City is budgeting the repayment of such Obligations, or the City shall provide documentation which evidences the levy and collection of an ad valorem tax rate dedicated to the Interest and

Sinking Fund, in conjunction with any other legally available funds,
sufficient for the repayment of debt service requirements.

APPROVED and ordered of record this 21st day of March, 2018.

TEXAS WATER DEVELOPMENT BOARD

Peter Lake
Chairman

DATE SIGNED: _____

ATTEST:

Jeff Walker
Executive Administrator

WATER CONSERVATION REVIEW

Entity: _____

Review date: _____

WATER CONSERVATION PLAN DATE: **Approvable** **Adopted**

	Total GPCD	Residential GPCD	Water Loss GPCD	Water Loss Percent
Baseline				
5-year Goal				
10-year Goal				

WATER LOSS AUDIT YEAR:

Total water loss (GPCD): _____ Total water loss (percent): _____ Wholesale Water
 Total no. of connections: _____ Length of mains (miles): _____ Connections per mile: _____
 If > 16 connections per mile and > 3,000 connections, Infrastructure Leakage Index (ILI): _____

WATER LOSS THRESHOLDS:

	Apparent Loss Gallons per connection per day	Real Loss Gallons per mile per day	Real Loss Gallons per connection per day	Apparent Threshold Gallons per connection per day	Real Threshold Gallons per mile per day	Real Threshold Gallons per connection per day
If population ≤ 10K, connections/mile < 32 :						
If population ≤ 10K, connections/mile ≥ 32 :						
If population > 10K :						

Does the applicant meet Water Loss Threshold requirements? Yes No NA

ADDITIONAL INFORMATION:

STAFF NOTES AND RECOMMENDATIONS:

DEFINITIONS

Adopted refers to a water conservation plan that meets the minimum requirements of the water conservation plan rules and has been formally approved and adopted by the applicant's governing body.

Apparent loss refers to unauthorized consumption, meter inaccuracy, billing adjustments, and waivers.

Approvable refers to a water conservation plan that substantially meets the minimum requirements of the water conservation plan rules but has not yet been adopted by the applicant's governing body.

Best Management Practices are voluntary efficiency measures that save a quantifiable amount of water, either directly or indirectly, and that can be implemented within a specific time frame.

GPCD means gallons per capita per day.

Infrastructure Leakage Index (ILI) is the current annual real loss divided by the unavoidable annual real loss (theoretical minimum real loss) and only applies to utilities with more than 5,000 connections, average pressure greater than 35 psi, and a connection density of more than 32 connections per mile. The **ILI** is recommended to be less than 3 if water resources are greatly limited and difficult to develop, between 3 and 5 if water resources are adequate to meet long-term needs but water conservation is included in long-term water planning, and between 5 and 8 if water resources are plentiful, reliable, and easily extracted. The **ILI** is recommended as a benchmarking tool, but until there is increased data validity of the variables used in the calculation, the **ILI** should be viewed with care.

NA means not applicable.

Produced water is the total amount of water purchased or produced by the utility.

Real loss comes from main breaks and leaks, storage tank overflows, customer service line breaks, and leaks.

Residential GPCD is the amount of water per capita used solely for residential use and ideally includes both single and multi-family customer use.

Total baseline GPCD is the amount of all water purchased or produced by the utility divided by the service area population and then divided by 365.

Total water loss is the sum of the apparent and real water losses.

Water loss is the difference between the input volume and the authorized consumption within a water system. Water Loss consists of real losses and apparent losses.

Water Loss Thresholds are levels of real and apparent water loss determined by the size and connection density of a retail public utility, at or above which a utility receiving financial assistance from the Texas Water Development Board must use a portion of that financial assistance to mitigate the utility's system water loss.



City of Stephenville Erath County

