

RECOVERY ACT
BOND FINANCE OPPORTUNITIES
IN WASHINGTON STATE
CONFERENCE



Department of Commerce
Innovation is in our nature.



WASHINGTON STATE
**HOUSING FINANCE
COMMISSION**

Opening doors to a better life



WEDFA

Washington
Economic Development
Finance Authority

Friday, July 31, 2009 — 8:00 am to 3:30 pm
Meydenbauer Center — Bellevue, Washington

CONFERENCE AGENDA

8:00 am — Registration and Continental Breakfast Meydenbauer Center — 4th Floor		
8:30 am — General Session		
Rooms 404/405	<ul style="list-style-type: none"> • Greeting • Conference Goals • New Washington Legislation • Why you should be interested in Recovery Act bond financing tools — what they can mean to your city, county, school, and community. The bond financing process. • Build America Bonds and Recovery Zone Economic Development Bonds — Combining Bond Types 	Bill Cole, Department of Commerce Liz Green-Taylor, Department of Commerce Kim Herman, Washington State Housing Finance Commission Barry Fick, Springsted Incorporated Jane Towery and Matt Challis, Piper Jaffray
10:00 am — Refreshment Break		
10:15am — General Session		
Rooms 404/405	<ul style="list-style-type: none"> • Recovery Zone Facility Bonds and Other Private Activity Bonds • Qualified Energy Conservation Bonds and Clean Renewable Energy Bonds • Qualified Zone Academy Bonds and Qualified School Construction Bonds 	Cynthia Weed, K&L Gates Ann Grodnik, Seattle-Northwest Securities Bill Tonkin and Jim McNeill, Foster Pepper
11:45 am — Working Lunch Breakout Sessions <i>Grab your box lunch and attend the panel discussion of your choice.</i>		
Rooms 408/409	<p>Energy Finance — <i>Energy audits, estimating potential energy savings, projects eligible for CREBs and QECBs, combining production tax credits with bonds, public and private energy projects, applying for QECB authority</i></p> <p><i>Facilitator: Cory Plantenberg, Department of Commerce</i></p>	Panelists: <ul style="list-style-type: none"> • Ann Grodnik, Seattle-Northwest Securities • Donna Albert, General Administration Energy Audit Program • Liz Thomas, K&L Gates • Nancy Neraas, Foster Pepper • Tia Peycheff, Washington State Housing Finance Commission • Liz Green-Taylor, Department of Commerce

CONFERENCE AGENDA

11:45 am — Working Lunch Breakout Sessions <i>Grab your box lunch and attend the panel discussion of your choice .</i>		
Room 407	<p>School Finance — <i>Qualified Zone Academy Bonds, Qualified School Construction Bonds, applying for allocations, Office of the State Treasurer’s LOCAL Program</i></p> <p><i>Facilitator: Noah Crocker, Office of the State Treasurer</i></p>	<p>Panelists:</p> <ul style="list-style-type: none"> • Jim McNeill, Foster Pepper • Bill Tonkin, Foster Pepper • Trevor Carlson, Seattle-Northwest Securities • Mark Prussing, Public Financial Management, Inc. • Jack Eaton, D.A. Davidson • Lorrell Noahr, Office of the Superintendent of Public Instruction • Noah Crocker, Office of the State Treasurer
Rooms 402/403	<p>Financing Government Projects — <i>Build America Bonds, Recovery Zone Economic Development Bonds</i></p> <p><i>Facilitator: Kathy Chance, Department of Commerce</i></p>	<p>Panelists:</p> <ul style="list-style-type: none"> • Jane Towery, Piper Jaffray • Annette Sommer, Seattle-Northwest Securities • Roy Koegen, Koegen Edwards • Stacey Crashaw-Lewis, K&L Gates • Roan Blacker, Public Financial Management, Inc. • Liz Green-Taylor, Department of Commerce
Room 401	<p>Financing Private Activities — <i>Recovery Zone Facility Bonds, Small Issue Intangible Properties, Private Activity Bonds</i></p> <p><i>Facilitator: Bill Cole, Department of Commerce</i></p>	<p>Panelists:</p> <ul style="list-style-type: none"> • Rodney Wendt, Washington Economic Development Facilities Authority • Cynthia Weed, K&L Gates • Dodd Snodgrass, Industrial Development Corporation of Bellingham/Whatcom County • Bill Cole, Department of Commerce
1:00 pm — General Session		
Rooms 404/405	<p>How To Get Good Guidance to Maximize Benefits and Minimize Costs — <i>Putting together a financial team, the role of a financial team, the role of a bond counsel, the role of an underwriter, questions to ask when selecting a finance team, the role of a designated issuer (e.g., state issuer, EDC, IDC)</i></p>	<p>Panelists:</p> <ul style="list-style-type: none"> • Barry Fick, Springsted Incorporated • Rodney Wendt, Washington Economic Development Finance Authority • Tia Peycheff, Washington State Housing Finance Commission • Mark Prussing, Public Financial Management, Inc. • Dick Schober, Seattle Northwest Securities

CONFERENCE AGENDA

2:15 — Beverage Break

2:30 — Networking Q&A Breakout Sessions

An informal, hands-on session in which participants can pick up application forms and brochures, ask project-specific questions and interact in small groups or one-on-one with presenters. Bring your questions, your business cards, and any brochures you would like to share with other participants.

Room 407	School Districts Session	Presenters Available: <ul style="list-style-type: none">• Lorrell Noahr, Office of the Superintendent of Public Instruction• Noah Crocker, Office of the State Treasurer• Other presenters
Room 408-409	General Interest Session	Presenters Available: <ul style="list-style-type: none">• Ann Grodnik, Seattle-Northwest Securities• Cynthia Weed, K&L Gates• Liz Green-Taylor, Department of Commerce• Bill Cole, Department of Commerce• Cory Plantenberg, Department of Commerce• Other presenters

PRESENTER BIOGRAPHIES

- DONNA ALBERT Donna is a professional civil engineer, with a master's degree in Civil Engineering from Saint Martin's College, and LEED-AP, with 15 years of experience in public works contracting. She manages building energy retrofits for the Department of General Administration's Energy Program.
- ROAN BLACKER Mr. Roan Blacker is a Senior Managing Consultant with PFM and has been in the municipal finance industry for nearly 25 years. He began his finance career in New York City with PaineWebber Incorporated in 1985 where he was an analyst and then an associate in the in municipal finance housing group and then later in the asset-backed structuring group. He has been working on the West Coast since 1994 and is currently the financial advisor for several nonprofit borrowers and municipal issuing clients. He earned his BA in Economics and Latin American Studies at UCLA, and his MBA at Columbia University.
- TREVOR CARLSON Senior Vice President, Seattle-Northwest Securities Corporation, Mr. Carlson joined SNW in 2004 and is responsible for developing and maintaining investment banking and advisory relationships with Washington school districts. His work provides issuers with the information necessary to evaluate bond issue structuring options and levy rate impacts. He also conducts refunding and financial statement analyses and prepares disclosure documents, such as official statements and ratings presentations. Mr. Carlson has been involved in over 45 Washington school bond issues totaling more than \$650 million in project proceeds. Mr. Carlson graduated from the University of Southern California with an M.B.A. and from the University of Washington with a B.A. in finance.
- MATT CHALLIS Mr. Challis is a Senior Vice President in the Piper Jaffray San Francisco Local Government Finance Group. Mr. Challis works on a wide variety of public infrastructure and facilities improvement projects. Prior to joining the Public Finance practice in 1999, Mr. Challis worked for Piper Jaffray as an investment executive with a primary focus on the sales and marketing of municipal bonds.
- KATHY CHANCE Kathy Chance is a Program Manager for the Building Communities Fund which provides capital facilities grants for community-based, nonresidential community and social services. She has been active in business development and is currently a member of the Commerce Energy Stimulus Team.
- BILL COLE Bill Cole is the Managing Director for the Community Development Programs Unit within the Local Government Division at the Department of Commerce. The Unit includes the Community Development Block Grant Program, Capital Programs, Small Communities Initiative, Bond Cap Allocation Program, and the Bond Users Clearinghouse. Bill started working for the State in 1989 and has been with the Department since 1990, including 10 years managing the Bond Cap Allocation Program.
- STACEY CRASHAW-LEWIS Stacey Crawshaw-Lewis is a partner in the Seattle office of K&L Gates. She has practiced public finance law for 13 years, and represents a broad range of issuers in the Northwest.
- NOAH CROCKER Noah Crocker has worked in Debt Management as a Lease/Purchase Program Specialist for the Office of the State Treasurer in both equipment and real estate financing transactions since late 2004. Since joining the Debt Management team at OST, Noah has participated in the issuance of approximately 546 million dollars worth of Certificates of Participation (COP's) in 34 sales for various State and Local Agencies.

PRESENTER BIOGRAPHIES

JACK EATON

Mr. Eaton joined D.A. Davidson & Co. in 2007 as a Managing Director and Senior Vice President in the Public Finance department. Previously, Mr. Eaton was with UBS Securities, LLC and Banc of America Securities, LLC. Mr. Eaton is a recognized K-12 public education expert in debt planning, debt issuance and debt management. He has a public education finance and management background (former Assistant Superintendent for Finance and Support Services). He leads a team of bankers that focus on Northwest issuers' debt financing needs. Mr. Eaton has been the banker for over 260 new money and refunding bond issues with a total par value of over \$5 billion over the past 15 years. Mr. Eaton earned a B.A. in Economics & Business, Seattle Pacific College, and an MBA at Seattle University. Additionally, he holds the following professional licenses: NASD Series 52, 53, 63, 7 and 24 securities licenses. Mr. Eaton is a member of WASA, WSSDA, WASBO, and is a featured speaker at numerous conferences. He has been a guest lecturer at the University of Washington, WSU, and Seattle Pacific University.

BARRY W. FICK

Senior Vice President and Client Representative has extensive experience in municipal finance, having served clients for over 20 years at Springsted Incorporated. Mr. Fick is the firm's primary advisor for the Washington Higher Education Facilities Authority and works as advisor for a number of programs of the Washington State Housing Finance Commission. Mr. Fick is a member of Springsted's Credit Committee, responsible for review of financing structures for all of the firm's financing issues. Mr. Fick's practice is focused on revenue financings and complex enterprise financings. He is one of the firm's experts in Negotiated Transactions, Restructuring Financings, Variable Rate Debt, and interest rate swaps. Mr. Fick is a Certified Public Accountant, a licensed attorney and has earned the Certified Independent Public Finance Advisor (CIPFA) Certificate.

LIZ GREEN-TAYLOR

Liz manages the Bond Cap Allocation Program and Bond Users Clearinghouse at the state Department of Commerce. She will be managing the allocations of three Recovery Act bond volume caps — Qualified Energy Conservation Bonds, Recovery Zone Economic Development Bonds, and Recovery Zone Facility Bonds.

ANN GRODNIK

Assistant Vice President, Seattle-Northwest Securities Corporation. As a member of the SNW Energy Finance Group, Ms. Grodnik provides advisory, underwriting and financial analysis services to clients including King County, the City of Seattle, Washington State Housing Finance Commission, the City of Klamath Falls, Warm Springs Power & Water Enterprise, Emerald People's Utility District, and Southeast Alaska Power Agency. Ms. Grodnik specializes in energy efficiency financing strategies, renewable energy project development and municipal bond sales. Prior to SNW, Ms. Grodnik worked in environmental commodities at Evolution Markets and in environmental strategy at The Natural Step. Ms. Grodnik holds a B.A. degree in Literature from the University of Vermont and an M.B.A with an emphasis on finance and an M.S. in environmental science from Yale University. She served as a Peace Corps Volunteer in Guinea, West Africa, and is an NASD Series 7 registered securities representative.

PRESENTER BIOGRAPHIES

- KIM HERMAN Kim Herman is the Executive Director of the Washington State Housing Finance Commission. Kim has served in a variety of affordable housing positions at the federal, state and local levels and is active in several national affordable housing associations.
- ROY J. KOEGEN Mr. Koegen began practicing in 1974 and his practice has focused solely on municipal finance and municipal law. He has primarily served as bond counsel to numerous states, cities, counties, special purpose districts, underwriters and banks, colleges and universities. In addition, he has provided general municipal advice to large array of clients with respect to tax, investment, finance and regulatory issues. Mr. Koegen has represented a large diversity of clients in the public finance sector, including governmental issues throughout most of the western United States, investment banks, commercial banks, universities, colleges and developers. Mr. Koegen authored the *Washington Municipal Financing Deskbook*, Lawyers Cooperative Publishing (1993), and has participated in and lectured at numerous conferences and seminars related to public finance. He was Chair of the "Conference on Ethics," National Association of Bond Lawyers (2001-05), Co-chair of the "2002 Municipal Law Conference," Law Seminars International (2002), and Chair of the "Sub-Sovereign Finance in the New Europe," Prague, Czech Republic, American Bar Association (2002). Mr. Koegen is a national leader in the public finance industry, as evidenced by his involvement with national public finance organizations: He currently is acting as the Liaison for the American Bar Association to the National Association of Bond Lawyers and as Vice Chairman of the Public Finance Committee for the American Bar Association. In addition, he is past chair of the National Association of Bond Lawyers Professional Responsibility Committee; and past chair of the Municipal Securities Subcommittee of the American Bar Association. Mr. Koegen earned his B.A. in 1971 at Gonzaga University, and his J.D. in 1974 from the University of California, Hastings College of Law. He is admitted to practice in California, Montana and Washington.
- JIM MCNEILL Jim McNeill is a partner with the law firm of Foster Pepper PLLC and concentrates his practice on public finance, with a special emphasis on serving as bond counsel to Washington school districts. Jim has substantial experience advising Washington school districts on financing capital projects, including bonds and capital levies. He received his J.D. from Gonzaga University School of Law (1985) and his B.A. from Washington State University (1982).
- NANCY NERAAS Nancy Neraas is a bond lawyer at Foster Pepper. She has practiced municipal finance for 24 years and specializes in public power financing. Nancy has been bond counsel on over \$5 billion in electric utility bonds in the past six years.
- LORRELL NOHR Office of the Superintendent of Public Instruction - School Facilities and Organization. Lorrell is the program manager for ARRA Qualified School Construction Bonds and Qualified Zone Academy Bonds.
- TIA PEYCHEFF Tia Peycheff is the Director of the Capital Projects Division on the Washington State Housing Finance Commission. The Commission issues tax-exempt and taxable bonds for affordable housing, first-time home buyers, beginning farmers and ranchers, and nonprofit facilities including private schools, museums, social service agencies, nursing homes, recreational facilities and animal shelters. Currently she is developing a program to create financing options for renewable energy projects.

PRESENTER BIOGRAPHIES

- CORY PLANTENBERG Cory Plantenberg has worked in energy programs since 1980. She has been at the Department of Commerce in the Energy Policy Division since 1996 managing the U.S. Department of Energy State Energy Program. She is currently managing the Recovery Act Grant and Loan program.
- MARK PRUSSING Mark Prussing, a Senior Managing Consultant with Public Financial Management, leads the firm's Northwest K-12 education practice. Mr. Prussing has been involved in public finance in the Northwest and Alaska for 25 years, developing broad experience from a combination of financial advisory services, investment banking, public service, and public accounting. As a financial advisor and underwriter, Mr. Prussing has been responsible for successfully completing many of the largest and most innovative school financings in the Northwest.
- DICK SCHOBER Managing Director, Public Finance, Seattle-Northwest Securities Corporation. Mr. Schober has been a well respected figure in public finance throughout the Northwest for the past 20 years. He has been with SNW since 2007 and his business focus is states, ports, large cities, public power, and transportation agencies. Prior to joining SNW, Mr. Schober worked as a vice president and senior investment banker in Goldman Sachs and Co.'s Public Sector and Infrastructure Banking group. His responsibilities included the origination of debt, execution of derivative products, and public private partnership relationships, as well as developing and maintaining client relationships with municipal governments in Oregon, Washington, California, Alaska, and Arizona. His experience additionally includes employment with Piper Jaffray and Co., where he was a vice president and senior banker in the Seattle office of its public finance department, and employment with Harper, McLean & Co. as a vice president in its Seattle public finance office. Mr. Schober is an associate member of NWPPA and earned a B.A. degree in business administration from Washington State University.
- ANNETTE SOMMER Vice President, Seattle-Northwest Securities Corporation. Since joining SNW in 1999, Ms. Sommer has worked with a variety of municipal issuers from school districts to cities, water and sewer districts, universities, fire districts, and ports to analyze financing alternatives. Her broad exposure to various credits and issuer types has created a unique base of knowledge that adds value to the work she does for each client and includes an understanding of how to structure bond issues, maximize credit ratings, make the best use of bond insurance, and analyze various methods of adapting to market conditions in order to achieve an issuer's financing goals. Ms. Sommer has a BA in Finance and Marketing from the University of Washington and is a guest lecturer for various associations and universities.
- LIZ THOMAS Liz Thomas is a partner in the energy group at K&L Gates, LLP. Liz has represented municipalities, utilities, independent power producers and private entities on a broad spectrum of energy, water, wastewater and other utility issues. She has worked on administrative matters, regulatory proceedings, litigation and legislation at the federal, state and local level. She has advised clients on greenhouse gas issues, on alternative energy projects, and on service agreements, rate design, cost allocation and finance issues. Liz also serves on the board of Climate Solutions.

PRESENTER BIOGRAPHIES

- BILL TONKIN** Bill Tonkin is a partner with the law firm of Foster Pepper PLLC. He is the primary lawyer responsible for the firm's work relating to federal tax law applicable to tax-exempt bonds, as well as provisions of the American Recovery and Reinvestment Tax Act of 2009 applicable to tax-exempt bonds, Build America Bonds and tax credit bonds. Bill received his A.B. from Northwestern University (1965) and an LL.B. from Harvard Law School (1968).
- JANE TOWERY** Jane Towery is Managing Director in the Seattle Office of Piper Jaffray covering municipalities throughout the Northwest. Ms. Towery has worked with a range of issuers over the past 25 years and has been the lead banker on hundreds of sole managed underwritings.
- CYNTHIA WEED** Cynthia Weed is a bond attorney who has practiced with the same firm for more than 30 years. Cynthia acts as bond counsel for a number of public issuers in the Northwest, including states, universities, port districts, school districts, cities, counties, fire districts, water and sewer districts and special purpose entities such as WEDFA and a number of nonprofit 63-20 issuers. She has acted as bond counsel with respect to private activity bonds since the State of Washington's constitutional amendment was approved in 1981.
- RODNEY WENDT** Rodney Wendt is the Executive Director of the Washington Economic Development Finance Authority (WEDFA). WEDFA is a Washington state agency which issues private activity bonds exclusively for economic development purposes. Mr. Wendt also has significant experience as a public finance attorney, and has represented a wide variety of bond issuers throughout the western United States.

STATE PROGRAM CONTACTS

DEPARTMENT OF COMMERCE
PO Box 42525, Olympia, WA 98504-2525
www.commerce.wa.gov — www.commerce.wa.gov/recovery

Bill Cole, Community Development Programs
(360) 725-5021 — bill.cole@commerce.wa.gov

Corey Plantenberg, Energy Policy Division
(360) 725-3111 — cory.platenberg@commerce.wa.gov

Liz Green-Taylor, Bond Cap Allocation Program
(360) 725-5021 — liz.green-taylor@commerce.wa.gov

DEPARTMENT OF GENERAL ADMINISTRATION
PO Box 41010, Olympia, WA 98504-1010
www.ga.wa.gov

Donna Albert, Energy Engineer
(360) 902-7248 — dalbert@ga.wa.gov

OFFICE OF THE STATE TREASURER
PO Box 40200, Olympia, WA 98504-0200
www.tre.wa.gov

Noah Crocker, Lease Purchase Program
(360) 902-9020 — noah@tre.wa.gov

OFFICE OF THE SUPERINTENDENT OF PUBLIC INSTRUCTION
PO Box 47200, Olympia, WA 98504-7200
www.k12.wa.us

Lorrell Noahr, School Facilities and Organization, Financial Resources
(360) 725-0414 — Lorrell.noahr@k12.wa.us

WASHINGTON ECONOMIC DEVELOPMENT FINANCE AUTHORITY
1000 Second Avenue, Suite 2700, Seattle, WA 98104-1046
www.wedfa.wa.gov

Rodney Wendt, Executive Director
(206) 587-5634 — wedfa@wshfc.org

WASHINGTON STATE HOUSING FINANCE COMMISSION
1000 Second Avenue, Suite 2700, Seattle, WA 98104-1046
www.wshfc.org

Kim Herman, Executive Director
(800) 767-HOME — kim.herman@wshfc.org

Tia Psycheff, Capital Programs Division
(206) 287-4416 — tia.psycheff@wshfc.org

PRESENTER CONTACTS

ROAN H. BLACKER, Senior Managing Consultant
Public Financial Management, Inc.
(206) 264-8900
blacker@pfn.com
www.pfm.com

TREVOR CARLSON, Senior Vice President
Seattle-Northwest Securities Corporation (SNW)
tcarlson@snwsc.com
www.seattlenorthwest.com

MATT CHALLIS
Piper Jaffray & Co.
matthew.d.challis@pjc.com
www.piperjaffray.com

Jack Eaton, Managing Director
D.A. Davidson & Co.
(206) 903-8698
jeaton@dadco.com
www.davidsoncompanies.com/indv/

BARRY W. FICK, Senior Vice President
Springsted Incorporated
(651) 223.3042
bfick@springsted.com
www.springsted.com

ANN GRODNIK, Assistant Vice President, Public Finance
Seattle-Northwest Securities Corporation (SNW)
(206) 689-2766
agrodnik@snwsc.com
www.seattlenorthwest.com

ROY J. KOEGEN, Attorney
Koegen Edwards LLP
(509) 747-4040
roy@koegenedwards.com
www.koegenedwards.com

JIM MCNEILL, Attorney
Foster Pepper PLLC
(206) 447-5339
mcnej@foster.com
www.foster.com

NANCY NERAAS, Attorney
Foster Pepper PLLC
(206) 447-6277
neran@foster.com
www.foster.com

MARK PRUSSING, Senior Managing Consultant
Public Financial Management, Inc.
206 462-8147
Prussingm@pfn.com
www.pfm.com

RICHARD SCHOBBER, Managing Director, Public Finance
Seattle-Northwest Securities Corporation (SNW)
rschober@snwsc.com
www.seattlenorthwest.com

DODD SNODGRASS, Economic Development Specialist
Industrial Development Corporation of the Port of Bellingham
(360) 676-2500
dodds@portofbellingham.com
http://www.portofbellingham.com/

ANNETTE SOMMER, Vice President
Seattle-Northwest Securities Corporation (SNW)
asommer@snwsc.com
www.seattlenorthwest.com

LIZ THOMAS, Attorney
K&L Gates, LLP
(206) 370-7631
liz.thomas@klgates.com
www.klgates.com

WILLIAM G. TONKIN, Attorney
Foster Pepper PLLC
206-447-8967
tonkw@foster.com
www.foster.com

JANE TOWERY
Piper Jaffray & Co.
206-254-7244
jane.d.towery@pjc.com
www.piperjaffray.com

CYNTHIA WEED, Attorney
K&L Gates
(206) 623-7580
cynthia.weed@klgates.com
www.klgates.com

NOTES