



REPORTS

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State of California

MEMORANDUM**To:** Board of Directors

Date: June 21, 2006


From: Bruce D. Gilbertson, Director of Financing
CALIFORNIA HOUSING FINANCE AGENCY
Subject: REPORT OF BOND SALE AND INTEREST RATE SWAP AGREEMENTS
 MULTIFAMILY HOUSING REVENUE BONDS III, 2006 SERIES A

We have entered into three interest rate swap transactions with Merrill Lynch Derivative Products AG as follows: two dated May 10, 2006 with notional amount of \$8,300,000 and \$9,445,000 and the third dated May 23, 2006 with a notional amount of \$4,290,000. In total, we set swap rates for \$22,035,000 of the \$76,915,000 of multifamily variable rate bonds issued on June 15th. The Series A bonds are all subject to AMT and were issued as variable rate demand obligations, for which interest rates are reset daily and interest paid semiannually. Of the \$76,915,000 variable rate bonds, \$22,035,000 of bonds are hedged leaving an unhedged balance of \$54,880,000 which will fund that portion of the construction and bridge loans not converted to permanent financing. The Series A bonds are backed by our Aa3/AA- general obligation. The Series A variable rate demand obligations are not insured but backed by a standby bond purchase agreement with Depfa Bank.

The Series A bonds have been issued to provide funds to finance new loans to eight multifamily projects and to refund \$20,365,000 of temporary bonds issued earlier this year. Attached is a listing of the projects to be financed by the Series A bonds.

As shown in the table below, we have negotiated three interest rate swap contracts, together in an amount related to the new permanent loans. Consistent with our strategy for previous multifamily transactions, amounts related to bridge loans and construction loans are not being swapped due to the short term of these loans.

Amount of Swap	Start Dates	End Dates	Fixed Rates Paid to Counterparties	Floating Rate Index
\$8,300,000	6/15/2006	8/1/2027	4.042%	97% of BMA
\$9,445,000	6/15/2006	8/1/2039	4.381%	97% of BMA
\$4,290,000	6/15/2006	2/1/2041	4.492%	97% of BMA

**Projects to be Financed with The Proceeds of
Multifamily Housing Revenue Bonds III 2006 Series A**

Project Name	Combined Loan Amount	Permanent Loan Amount	Permanent Interest Rate		Projected Loan Origination Date
New Loans					
Cesar Chavez	\$7,000,000	\$765,000	3.00%	(1)	15-Jul-06
Fireside Apartments	12,165,000	1,600,000	3.00%	(1)	01-Aug-06
Lion Creek Crossings	22,585,000	4,290,000	5.70%		01-Oct-06
Indio Gardens	8,110,000	8,110,000	5.45%		01-Jul-06
Palm Springs	5,670,000	5,670,000	5.45%		15-Jul-06
Seven Directions	8,750,000	1,600,000	5.25%		01-Aug-06
Sierra Madre	1,200,000	(2)	5.35%	(2)	01-Jun-07
Villa Vasconcellos	11,435,000	121,518	3.00%	(1)	01-Oct-06
Total	<u>\$ 76,915,000</u>	<u>\$ 22,156,518</u>			

- (1) The Agency expects to subsidize the interest rates on these permanent and bridge loans to 5.30% and 5%. The source of funds for these subsidies is expected to be the Agency's share of McKinney Act savings from certain FAF projects.
- (2) The total projected bridge loan amount is \$2,445,000. Of this amount, \$660,000 is expected to be financed by the 2003 Series A bonds and \$585,000 is expected to be financed by the 2004 Series D Bonds. The balance of \$1,200,000 is expected to be financed by the Offered Bonds. The total projected permanent loan, in the amount of \$2,280,000, is expected to be financed by the 2002E, 2003A and 2004D bonds.

State of California

MEMORANDUM

To: Board of Directors

Date: June 21, 2006



From: Bruce D. Gilbertson, Director of Financing
CALIFORNIA HOUSING FINANCE AGENCY

Subject: UPDATE ON VARIABLE RATE BONDS AND INTEREST RATE SWAPS

For a number of years the Agency has used variable rate debt as the primary issuance strategy in providing capital to support its programmatic goals. Most of our interest rate exposure from variable rate debt is hedged in the swap market. This strategy has enabled us to achieve a significantly lower cost of funds and a better match between assets and liabilities.

The following report describes our variable rate bond and interest rate swap positions as well as the related risks associated with this financing strategy. The report is divided into sections as follows:

- Variable Rate Debt Exposure
- Fixed-Payer Interest Rate Swaps
- Basis Risk and Basis Swaps
- Risk of Changes to Tax Law
- Amortization Risk
- Termination Risk
- Types of Variable Rate Debt
- Liquidity Providers
- Bond and Swap Terminology

VARIABLE RATE DEBT EXPOSURE

This report describes the variable rate bonds and notes of CalHFA and is organized programmatically by indenture as follows: HMRB (Home Mortgage Revenue Bonds--CalHFA's largest single family indenture), MHRB (Multifamily Housing Revenue Bonds III--CalHFA's largest multifamily indenture), HPB (Housing Program Bonds--CalHFA's newest indenture, used to finance a variety of loans including the Agency's downpayment assistance loans), and DDB (Draw Down Bonds used to preserve tax-exempt authority.) The total amount of CalHFA variable rate debt is \$6.7 billion, 90% of our \$7.4 billion of total indebtedness as of June 15, 2006. As shown in the table below, our "net" variable rate exposure is \$714 million, 9.62% of our indebtedness. The net amount of variable rate bonds is the amount that is neither swapped to fixed rates nor directly backed by complementary variable rate loans or investments.

	VARIABLE RATE DEBT (<i>\$ in millions</i>)			
	Tied Directly to Variable Rate <u>Assets</u>	Swapped to Fixed Rate	Not Swapped or Tied to Variable Rate <u>Assets</u>	Total Variable Rate Debt
HMRB	\$3	\$3,902	\$516	\$4,421
MHRB	282	864	122	1,268
HPB	0	35	76	111
DDB	<u>899</u>	<u>0</u>	<u>0</u>	<u>899</u>
Total	\$1,184	\$4,801	\$714	\$6,699

One year ago our net exposure was \$943 million and 12.5% of our indebtedness. Two years ago it was \$1.3 billion and 16% of our indebtedness; three years ago it was \$721 million and 9.4%.

The \$714 million of net variable rate exposure (\$500 million taxable and \$214 million tax-exempt) is offset by the Agency's balance sheet and excess swap positions. While our current net exposure is not tied directly to variable rate assets, we have approximately \$552 million of other Agency funds invested in the State Treasurer's investment pool (SMIF) earning a variable rate of interest. From a risk management perspective, the \$552 million is a balance sheet hedge for the \$714 million of net variable rate exposure.

In order to maintain a certain level of confidence that the balance sheet hedge is effective, we have reviewed the historical interest rates earned on investments in the SMIF and LIBOR interest rate resets (most of our unhedged taxable bonds are index floaters that adjust at a spread to LIBOR). Using the data for the last ten years, we determined that there is a high degree of correlation between the two asset classes (SMIF and LIBOR) and that for every \$1 invested in SMIF we can potentially hedge \$1 of LIBOR-based debt.

The net variable rate exposure is further reduced by two other considerations: 1) as mentioned in the Amortization Risk section of this report, we have \$84 million notional amount of interest rate

swaps in excess of the original bonds they were to hedge, and 2) a portion of our unhedged exposure is tax-exempt debt which resets at the theoretical ratio of 65% of Libor. These two considerations serve to reduce the net effective variable rate exposure to the equivalent of \$584 million of LIBOR-based debt. As a result, the \$552 million of other Agency funds invested in SMIF effectively hedges nearly 95% of our current net variable rate exposure.

In addition, taking unhedged variable rate exposure mitigates the amortization risk without the added cost of purchasing swap optionality. Our unhedged variable rate bonds are callable on any date and allow for bond redemption or loan recycling without the cost of par termination rights or special bond redemption provisions. In addition, taking unhedged variable rate exposure diversifies our interest rate risks by providing benefits when short-term interest rates rise slower than the market consensus. In a liability portfolio that is predominately hedged using long-dated swaps, the unhedged exposure balances the interest rate profile of the Agency's outstanding debt.

FIXED-PAYER INTEREST RATE SWAPS

Currently, we have a total of 128 "fixed-payer" swaps with twelve different counterparties for a combined notional amount of \$4.9 billion. All of these fixed-payer swaps are intended to establish synthetic fixed rate debt by converting our variable rate payment obligations to fixed rates. These interest rate swaps generate significant debt service savings in comparison to our alternative of issuing fixed-rate bonds. This savings allows us to continue to offer loan products with exceptionally low interest rates to multifamily sponsors and to first-time homebuyers. The table below provides a summary of our notional swap amounts.

FIXED PAYER INTEREST RATE SWAPS (notional amounts) (\$ in millions)

	<u>Tax-Exempt</u>	<u>Taxable</u>	<u>Totals</u>
HMRB	\$3,059	\$927	\$3,986
MHRB	864	0	864
HPB	<u>35</u>	<u>0</u>	<u>35</u>
TOTALS	\$3,958	\$927	\$4,885

The following table shows the diversification of our fixed payer swaps among the twelve firms acting as our swap counterparties. Note that our swaps with Lehman Brothers, Bear Stearns, and Goldman Sachs are with highly-rated structured subsidiaries that are special purpose vehicles used only for derivative products. We have chosen to use these subsidiaries because the senior credit of those firms is not as strong as that of the other firms. Note also that our most recent swaps with Merrill Lynch are either with their highly-rated structured subsidiary or we are benefiting from the credit of this triple-A structured subsidiary through a guarantee.

SWAP COUNTERPARTIES

<u>Swap Counterparty</u>	<u>Credit Ratings</u>			<u>Notional Amounts Swapped</u> <i>(\$ in millions)</i>	<u>Number of Swaps</u>
	<u>Moody's</u>	<u>S & P</u>	<u>Fitch</u>		
Merrill Lynch Capital Services Inc.					
Guaranteed by:					
Merrill Lynch & Co.	Aa3	A+	AA-	\$ 754.3	18
MLDP, AG	Aaa	AAA	AAA	301.9	12
Merrill Lynch					
Derivative Products, AG	Aaa	AAA	AAA	286.1	12
Bear Stearns					
Financial Products Inc.	Aaa	AAA	NR	849.2	12
				315.1 *	8 *
Citigroup Financial					
Products Inc.	Aa1	AA-	AA+	804.8	21
Lehman Brothers					
Derivative Products Inc.	Aaa	AAA [†]	NR	548.7	21
AIG Financial Products Corp.	Aa1	AA+	NR	334.3	9
Goldman Sachs Mitsui Marine					
Derivative Products, L.P.	Aaa	AAA	NR	309.5	6
				335.7 *	5 *
Bank of America, N.A.	Aa1	AA	AA	221.9	5
JP Morgan Chase Bank	Aa2	AA-	AA-	218.3	7
BNP Paribas	Aa2	AA	AA	98.5	2
Morgan Stanley					
Capital Services Inc	Aa3	A+	AA-	86.7	1
UBS AG	Aa2	AA+	AA+	<u>70.8</u>	<u>2</u>
				\$4,885.0	128

* *Basis Swaps (not included in totals)*

With interest rate swaps, the “notional amount” (equal to the principal amount of the swapped bonds) itself is not at risk. Instead, the risk is that a counterparty would default and, because of market changes, the terms of the original swap could not be replicated without additional cost.

For all of our fixed-payer swaps, we receive floating rate payments from our counterparties in exchange for a fixed-rate obligation on our part. In today’s market, with low short-term rates, the net periodic payment owed under these swap agreements is from us to our counterparties. As an example, on our February 1, 2006 semiannual debt service payment date we made a total of \$29.6 million of net payments to our counterparties. Conversely, if short-term rates were to rise above the fixed rates of our swap agreements, then the net payment would run in the opposite direction, and we would be on the receiving end.

BASIS RISK AND BASIS SWAPS

Almost all of our swaps contain an element of what is referred to as “basis risk” – the risk that the floating rate component of the swap will not match the floating rate of the underlying bonds.

This risk arises because our swap floating rates are based on indexes, which consist of market-wide averages, while our bond floating rates are specific to our individual bond issues. The only exception is where our taxable floating rate bonds are index-based, as is the case of the taxable floaters we have sold to the Federal Home Loan Banks.

Periodically, the divergence between the two floating rates widens, as market conditions change. Some periodic divergence was expected when we entered into the swaps. In the past we entered into swaps at a ratio of 65% of LIBOR, the London Inter-Bank Offered Rate which is the index used to benchmark taxable floating rate debt. These percentage-of-LIBOR swaps have afforded us with excellent liquidity and great savings when the average BMA/LIBOR ratio was steady at 65%. As short-term rates fell to historic lows and with an increased market supply of tax-exempt variable rate bonds, the historic relationship between tax-exempt and taxable rates was not maintained. For example, the average BMA/LIBOR ratio was 77% in 2002, 84.3% in 2003, and 81.5% in 2004. Now that short-term rates have risen significantly, the ratio has begun to fall. In 2005, it averaged 72.5%, and the average for the last three months is 68%. The BMA (Bond Market Association) index is the index used to benchmark tax-exempt variable rates.

When the BMA/LIBOR ratio is very high the swap payment we receive falls short of our bond payment, and the all-in rate we experience is somewhat higher. The converse is true when the percentage is low. In response, we and our advisors looked for a better formula than a flat 65% of LIBOR. After considerable study of California tax-exempt variable rate history, we revised the formula in December of 2002 to 60% of LIBOR plus 0.26% which resulted in comparable fixed-rate economics but performed better when short-term rates were low and the BMA/LIBOR percentage was high. We have since amassed approximately \$2.1 billion of LIBOR-based swaps using this revised formula. In December 2005 we looked at the formula again and after completing a statistical analysis of CalHFA variable rate bonds as compared to the BMA and LIBOR indexes and taking into consideration the changing market conditions, we've decided to utilize several different swap formulas for our different types of bonds: 64% of LIBOR plus 0.25% for AMT weekly resets; 62% of LIBOR plus 0.25% for AMT daily resets; 64% of LIBOR plus 0.17% for Non-AMT weekly resets; and 62% of LIBOR plus 0.17% for Non-AMT daily resets. We expect to use these new formulas for new swap transactions and we will continue to monitor the BMA/LIBOR relationship and the performance of the new swap formulas.

In addition, we currently have basis swaps for \$651 million of the older 65% of LIBOR swaps. The basis swaps provide us with better economics in low-rate environments by exchanging the 65% of LIBOR formula for alternative formulas that alleviate the effects of high BMA/LIBOR ratios. As an example, we have saved \$1.3 million on our swap payments since entering into the basis swaps in February 2004. The following table shows the diversification of variable rate formulas used for determining the payments received from our interest rate swap counterparties.

**BASIS FOR VARIABLE RATE PAYMENTS
RECEIVED FROM SWAP COUNTERPARTIES**
(notional amounts)
(\$ in millions)

	<u>Tax-Exempt</u>	<u>Taxable</u>	<u>Totals</u>
60% of LIBOR + 26bps	\$2,006	\$0	\$2,006
3 mo. LIBOR + spread	0	590	590
BMA – 15bps	491	0	491
62% of LIBOR + 25bps	354	0	354
Enhanced LIBOR ¹	336	0	336
Stepped % of LIBOR ²	315	0	315
65% of LIBOR	285	0	285
1 mo. LIBOR	0	275	275
97% of BMA	78	0	78
6 mo. LIBOR	0	62	62
BMA – 20bps	36	0	36
64% of LIBOR	34	0	34
60% of LIBOR + 21bps	<u>23</u>	<u>0</u>	<u>23</u>
TOTALS	\$3,958	\$927	\$4,885

¹ Enhanced LIBOR – This formula is 50.6% of LIBOR plus 0.494% with the proviso that the end result can never be lower than 61.5% of LIBOR nor greater than 100% of LIBOR.

² Stepped % of LIBOR – This formula has seven incremental steps where at the low end of the spectrum the swap counterparty would pay us 85% of LIBOR if rates should fall below 1.25% and at the high end, they would pay 60% of LIBOR if rates are greater than 6.75%.

RISK OF CHANGES TO TAX LAW

For an estimated \$3.4 billion of the \$3.9 billion of tax-exempt bonds swapped to a fixed rate, we remain exposed to certain tax-related risks, another form of basis risk. In return for significantly

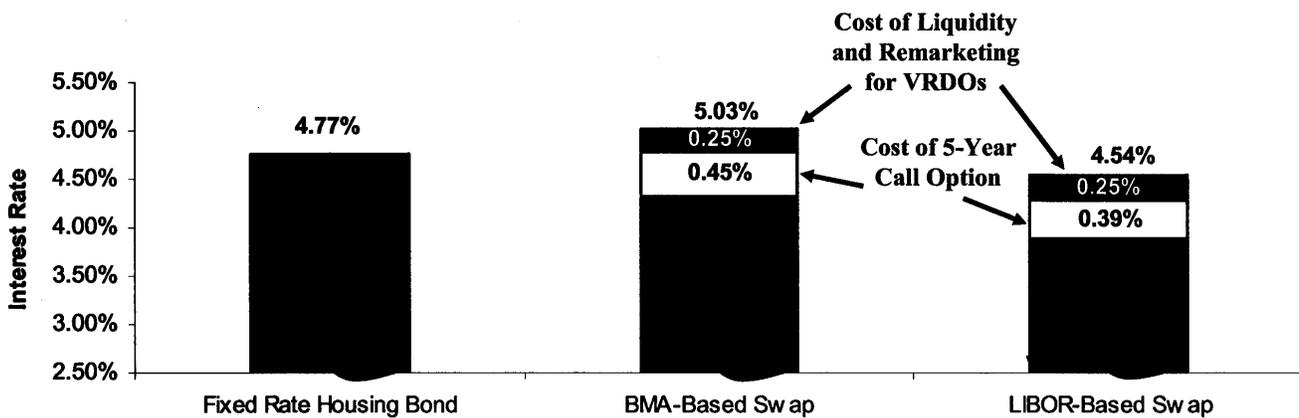
higher savings, we have chosen through these interest rate swaps to retain exposure to the risk of changes in tax laws that would lessen the advantage of tax-exempt bonds in comparison to

taxable securities. In these cases, if a tax law change were to result in tax-exempt rates being more comparable to taxable rates, the swap provider's payment to us would be less than the rate we would be paying on our bonds, again resulting in our all-in rate being higher.

We bear this same risk for \$470million of our tax-exempt variable rate bonds which we have not swapped to a fixed rate. Together, these two categories of variable rate bonds total \$3.8 billion, 51.5% of our \$7.4 billion of bonds outstanding. This risk of tax law changes is the same risk that investors take when they purchase our fixed-rate tax-exempt bonds.

The following bar chart shows that our ability to assume the risk of changes to tax laws is the “engine” that makes our interest rate swap strategy effective in today’s market. If the Agency was unable or unwilling to take this risk, our cost of funds would be significantly higher.

**Costs of Funds for Fixed-Rate Bonds and Synthetic Fixed-Rate Bonds
(Variable Rate Bonds Swapped to Fixed)
(All Rates as of June 15, 2006)**



BMA-Based Swap: BMA Index x 101%
LIBOR-Based Swap: 64% LIBOR + 25 bps

AMORTIZATION RISK

Our bonds are generally paid down (redeemed or paid at maturity) as our loans are prepaid. Our interest rate swaps amortize over their lives based on assumptions about the receipt of prepayments, and the single family transactions which include swapped bonds have generally been designed to accommodate prepayment rates between two and three times the “normal” rate. In other words, our interest rate swaps generally have had fixed amortization schedules that can be met under what we have believed were sufficiently wide ranges of prepayment speeds. Unfortunately, when market rates fell to unprecedented levels, we started receiving more prepayments than we ever expected.

Since January 1, 2002, we have received over \$6 billion of prepayments, including over \$1.4 billion in 2004 and \$1.1 billion in calendar year 2005. Of this amount, approximately \$1.9 billion is “excess” to swapped transactions we entered into. We have since recycled \$1.5 billion of the \$1.9 billion excess into new loans and have used \$166 million to cross-call high interest rate bonds.

With persistent high levels of prepayments, we have modified the structuring of new swaps by widening the band of expected prepayments. In addition, with the introduction of our interest only loan product we are structuring swap amortization schedules and acquiring swap par termination rights to coincide with the loan characteristics and expectations of borrower prepayment.

Also of interest is a \$84 million forced mismatch between the notional amount of certain of our swaps and the outstanding amount of the related bonds. This mismatch has occurred as a result of the interplay between our phenomenally high incidence of prepayments and the “10-year rule” of federal tax law. Under this rule, prepayments received 10 or more years beyond the date of the original issuance of bonds cannot be recycled into new loans and must be used to redeem tax-exempt bonds. In the case of these recent bond issues, a portion of the authority to issue them on a tax-exempt basis was related to older bonds.

While this mismatch has occurred (and will show up in the tables of this report), the small semiannual cost of the mismatch will be more than offset by the large interest cost savings from our “net” variable rate debt. In other words, while some of our bonds are “over-swapped”, there are significantly more than enough unswapped variable rate bonds to compensate for the mismatch. In addition, we will monitor the termination value of our “excess swap” position looking for opportunities to unwind these positions when market terminations would be at no cost or a positive value to us.

There are several strategies for dealing with excess prepayments: they may be reinvested, used for the redemption of other (unswapped) bonds, or recycled directly into new loans. Alternatively, we could make termination payments to our counterparties to reduce the notional amounts of the swaps, but this alternative appears to be the least attractive economically.

Currently we initially invest most of the excess prepayments with the financial institutions that originally provided us, for each transaction, with fixed-rate “float” agreements at what seem like

high rates today. Many of these agreements, however, were written to limit the amount of time that we could leave moneys on deposit; in these cases the investment of the excess is an interim step until we implement longer-term strategies.

In consultation with our financial advisors, we have determined that the best long-term strategy is to recycle the excess prepayments into new CalHFA loans. Of course, this means that we will be bearing the economic consequences of replacing old 7% to 8% loans that have paid off with new loans at rates that will be current at the time we recycle. With our June 1, 2006 transfer of loans from our warehouse line we have recycled a total of \$1.5 billion of excess prepayments since March 1999. This practice has resulted in reduced issuance activity since calendar year 2004.

In addition we have begun a widespread strategy of reusing unrestricted loan prepayments to purchase new loans. We currently have more than \$2 billion of swap notional having a fixed payer rate below the weighted average interest rate of new loans being purchased. In today's market, this tremendous recycling opportunity reduces transaction costs related to new issuance and preserves for future use our swap par termination rights.

TERMINATION RISK

Termination risk is the risk that, for some reason, our interest rate swaps must be terminated prior to their scheduled maturity. Our swaps have a market value that is determined based on current interest rates. When current fixed rates are higher than the fixed rate of the swap, our swaps have a positive value to us (assuming, as is the case on all of our swaps today, that we are the payer of the fixed swap rate), and termination would result in a payment from the provider of the swap (our swap "counterparty") to us. Conversely, when current fixed rates are lower than the fixed rate of the swap, our swaps have a negative value to us, and termination would result in a payment from us to our counterparty.

Our swap documents allow for a number of termination "events", i.e., circumstances under which our swaps may be terminated early, or (to use the industry phrase) "unwound". One circumstance that would cause termination would be a payment default on the part of either counterparty. Another circumstance would be a sharp drop in either counterparty's credit ratings and, with it, an inability (or failure) of the troubled counterparty to post sufficient collateral to offset its credit problem. It should be noted that, if termination is required under the swap documents, the market determines the amount of the termination payment and who owes it to whom. Depending on the market, it may be that the party who has caused the termination is owed the termination payment.

As part of our strategy for protecting the agency when we entered the swap market in late 1999, we determined to choose only highly-creditworthy counterparties and to negotiate "asymmetrical" credit requirements in all of our swaps. These asymmetrical provisions impose higher credit standards on our counterparties than on the agency. For example, our counterparties may be required to collateralize their exposure to us when their credit ratings fall from double-A to the highest single-A category (A1/A+), whereas we need not collateralize until our ratings fall to the mid-single-A category (A2/A).

Monthly we monitor the termination value of our swap portfolio as it grows and as interest rates change. Over time, since we entered the swap market, interest rates have generally been falling. Growth in the portfolio combined with this downward trend in interest rates made our swap portfolio have a large negative value (to us), as shown in the table below.

Because termination is an unlikely event, the fact that our swap portfolio has a large negative value, while interesting, is not necessarily a matter of direct concern. We have no plans to terminate swaps early (except in cases where the swap notional is excess to the bonds being hedged or we negotiated “par” terminations when we entered into the swaps) and do not expect that credit events triggering termination will occur, either to us or to our counterparties.

Currently, the Government Accounting Standards Board only requires that our balance sheet and income statement be adjusted for the market value of our swaps in excess of the bonds being hedged. However, it does require that the market value be disclosed for all of our swaps in the notes to our financial statements.

The table below shows the history of the fluctuating negative value of our swap portfolio for the past year.

TERMINATION VALUE HISTORY

<u>Date</u>	<u>Termination Value (\$ in millions)</u>
5/31/05	(\$296.7)
6/30/05	(\$306.9) ¹
7/31/05	(\$235.1)
8/31/05	(\$274.1)
9/30/05	(\$202.6)
10/31/05	(\$156.1)
11/30/05	(\$151.0)
12/31/05	(\$170.9)
1/31/06	(\$162.4)
2/28/06	(\$148.6)
3/31/06	(\$ 88.6)
4/30/06	(\$ 62.1)

It should be noted that during this period, the notional amount of our fixed-payer swaps has been increasing. When viewing the termination value, one should consider both the change in market conditions and the increasing notional amount.

¹ *As reported in our 2004/05 financial statements.*

TYPES OF VARIABLE RATE DEBT

The table below shows our variable rate debt sorted by type, i.e., whether auction rate, indexed rate, or variable rate demand obligations (VRDOs). Auction and indexed rate securities cannot be "put" back to us by investors; hence they typically bear higher rates of interest than do "puttable" bonds such as VRDOs.

TYPES OF VARIABLE RATE DEBT
(*\$ in millions*)

	<u>Auction Rate & Similar Securities</u>	<u>Indexed Rate Bonds</u>	<u>Variable Rate Demand Obligations</u>	<u>Total Variable Rate Debt</u>
HMRB	\$165	\$1,133	\$3,123	\$4,421
MHRB	485	0	783	1,268
HPB	0	0	111	111
DDB	<u>0</u>	<u>899</u>	<u>0</u>	<u>899</u>
Total	\$650	\$2,032	\$4,017	\$6,699

LIQUIDITY PROVIDERS

The table below shows the financial institutions providing liquidity in the form of standby bond purchase agreements for our VRDOs. Under these agreements, if our variable rate bonds are put back to our remarketing agents and cannot be remarketed, these institutions are obligated to buy the bonds.

In January 2006 we requested proposals from liquidity banks to provide standby bond purchase agreements for our VRDOs issued under both the HMRB and MHRB indentures for a six month period ending July 2006. We received liquidity bids from 11 banks totaling in excess of \$2.9 billion. We have selected three banks to provide liquidity for two expected bond issuances under the HMRB indenture, and one expected issuance under the MHRB indenture. The three banks selected offered very attractive pricing for terms up to 15 years.

Likewise, in January 2006, we requested liquidity banks to identify new capacity for our HPB indenture. We received liquidity bids from six banks totaling in excess of \$1 billion. We have selected one bank to provide liquidity for one planned bond issuance under the HPB indenture. The bank selected offered very attractive pricing for a term up to 10 years.

LIQUIDITY PROVIDERS
(\$ in millions)

<u>Financial Institution</u>	<u>\$ Amount of Bonds</u>	<u>Indenture</u>
Dexia Credit Local	\$865.3	HMRB
Lloyds TSB	468.9	HMRB
Fannie Mae	411.1	HMRB/MHRB
BNP Paribas	291.5	HMRB
DEPFA Bank	262.5	MHRB
Bank of Nova Scotia	231.9	HMRB
Bank of America	179.8	HMRB
Calyon	175.0	HMRB
Bayerische Landesbank	167.6	HMRB
JP Morgan Chase Bank	164.3	HMRB
Westdeutsche Landesbank	162.4	HMRB/MHRB
Landesbank Hessen-Thuringen	154.4	MHRB
KBC	112.8	HMRB
State Street Bank	98.1	HMRB
Bank of New York	91.1	HMRB
CalSTRS	69.7	HMRB/MHRB
LBBW	61.1	HPB
Citibank N.A.	50.0	HPB
Total	\$4,017.5	

Unlike our interest rate swap agreements, our liquidity agreements do not run for the life of the related bonds. Instead, they are seldom offered for terms in excess of five years, and a portion of our agreements require annual renewal. We expect all renewals to take place as a matter of course; however, changes in credit ratings or pricing may result in substitutions of one bank for another from time to time.

BOND AND SWAP TERMINOLOGY**BMA INDEX**

Bond Market Association Municipal Swap Index. A weekly index of short-term tax-exempt rates.

COUNTERPARTY

One of the participants in an interest rate swap

DATED DATE

Date from which first interest payment is calculated.

DELAYED START SWAP

A swap which delays the commencement of the exchange of interest rate payments until a later date.

DELIVERY DATE, OR ISSUANCE DATE

Date that bonds are actually delivered to the underwriters in exchange for the bond proceeds.

GENERAL OBLIGATION BOND

A type of security which is evidence of a debt secured by all revenues and assets of an organization.

INDENTURE

The legal instrument that describes the bonds and the pledge of assets and revenues to investors. The indenture often consists of a general indenture plus separate series indentures describing each issuance of bonds.

INTEREST RATE CAP

A financial instrument which pays the holder when market rates exceed the cap rate. The holder is paid the difference in rate between the cap rate and the market rate. Used to limit the interest rate exposure on variable rate debt.

INTEREST RATE SWAP

An exchange between two parties of interest rate exposures from floating to fixed rate or vice versa. A fixed-payer swap converts floating rate exposure to a fixed rate.

LIBOR

London Interbank Offered Rate. The interest rate highly rated international banks charge each other for borrowing U.S. dollars outside of the U.S. Taxable swaps often use LIBOR as a rate reference index. LIBOR swaps associated with tax-exempt bonds will use a percentage of LIBOR as a proxy for tax-exempt rates.

MARK-TO-MARKET

Valuation of securities or swaps to reflect the market values as of a certain date. Represents liquidation or termination value.

MATURITY

Date on which the principal amount of a bond is scheduled to be repaid.

NOTIONAL AMOUNT

The principal amount on which the exchanged swap interest payments are based.

OFFICIAL STATEMENT

The "prospectus" or disclosure document describing the bonds being offered to investors and the assets securing the bonds.

PRICING DATE

Date on which issuer agrees (orally) to sell the bonds to the underwriters at certain rates and terms.

REDEMPTION

Early repayment of the principal amount of the bond. Types of redemption: "special", "optional", and "sinking fund installment".

REFUNDING

Use of the proceeds of one bond issue to pay for the redemption or maturity of principal of another bond issue.

REVENUE BOND (OR SPECIAL OBLIGATION BOND) (OR LIMITED OBLIGATION BOND)

A type of security which is evidence of a debt secured by revenues from certain assets (loans) pledged to the payment of the debt.

SALE DATE

Date on which purchase contract is executed evidencing the oral agreement made on the pricing date.

SERIAL BOND

A bond with its entire principal amount due on a certain date, without scheduled sinking fund installment redemptions. Usually serial bonds are sold for any principal amounts to be repaid in early (10 or 15) years.

SERIES OF BONDS

An issuance of bonds under a general indenture with similar characteristics, such as delivery date or tax treatment. Example: "Name of Bonds", 1993 Series A. Each series of Bonds has its own series indenture.

SWAP CALL OPTION

The right (but not the obligation) to terminate a predetermined amount of swap notional amount, occurring or starting at a specific future date.

SYNTHETIC FIXED RATE DEBT

Converting variable rate debt into a fixed rate obligation through the use of fixed-payer interest rate swaps.

SYNTHETIC FLOATING RATE DEBT

Converting fixed rate debt into a floating rate obligation through the use of fixed-receiver interest rate swaps.

TERM BOND

A bond with a stated maturity, but which may be subject to redemption from sinking fund installments. Usually of longer maturity than serial bonds.

VARIABLE RATE BOND

A bond with periodic resets in its interest rate. Opposite of fixed rate bond.

State of California

MEMORANDUM**To:** CalHFA Board of Directors**Date:** 20 June 2006**From:** Di Richardson, Director of Legislation 
CALIFORNIA HOUSING FINANCE AGENCY**Subject:** Legislative Report

When I last reported, the Governor has introduced an infrastructure bond package that did not include housing. Since that time, the Legislature has passed and the Governor has signed SB 1024 (Perata), a housing bond that will appear on the November ballot as Proposition 1C. Below you will find more information on this and other bills that should be of interest to you. As always, if you have any questions, please feel free to contact me at 916.324.0801.

Bonds

AB 2286 (Torrico) Housing. (A-05/16/2006)
Status: 06/01/2006-In Senate. Read first time. To Com. on RLS. for assignment.
Current Location: 06/01/2006-S RLS.

Summary:

This bill would, contingent upon the approval of the 2006 Housing Bond by the voters (Prop 1C), require the Secretary of BT&H to adopt regulations to ensure that grants awarded from the Regional Planning, Housing, and Infill Incentive Account will result in increased housing production and proper planning and zoning for housing by local government entities.

SB 1689 (Perata) Housing and Emergency Shelter Trust Fund Act of 2006. (C-05/17/2006)
Status: 05/17/2006-Chaptered by Secretary of State. Chapter 27, Statutes of 2006.
Current Location: 05/17/2006-S CHAPTERED

Summary:

This bill is an urgency measure that would authorize \$2.85 billion in general obligation bonds to finance a spectrum of housing and land use related capital improvements, upon voter approval at the November 7, 2006 statewide general election. This bond will be called the "Housing and Emergency Shelter Trust Fund Act of 2006." It will appear on the ballot as Proposition 1C. Among other things, the Proposition would authorize \$200 million for the California Homebuyers Downpayment Assistance Act, administered by CalHFA. Of that \$200 million, \$100 million would be available for use in the Residential Development Loan Program, also administered by CalHFA.

CalHFA Sponsor

SB 257 (Chesbro) **Special needs housing.** (A-06/19/2006)
Status: 06/19/2006-Read third time. Amended. To third reading.
Current Location: 06/19/2006-A THIRD READING

Summary:

This bill creates a new chapter within CalHFA statutes for funding special needs housing. This bill previously contained language unrelated to the current provisions, so it is likely it will be referred back to the Assembly Housing and Community Development Committee for consideration.

CEQA

AB 1387 (Jones) **CEQA: residential infill projects.** (A-01/13/2006)
Status: 02/02/2006-Referred to Com. on E.Q.
Current Location: 02/02/2006-S E.Q.

Summary:

Would authorize local governments to approve residential projects in urban infill sites without having to mitigate for traffic impacts for projects of up to 100 units with a minimum density of 20 units per acre, provided those projects are within half a mile of a transit stop and comply with the local circulation element.

SB 832 (Perata) **CEQA: infill development.** (A-05/04/2005)
Status: 03/02/2006-Placed on inactive file on request of Assembly Member Cohn.
Current Location: 03/02/2006-A INACTIVE FILE

Summary:

Would exempt residential developments of between 200 - 300 units on 10 acres or less in urban areas from CEQA, if the site is located in a city with a population of more than 200,000 persons and the city council determines the acreage and units by council resolution.

Land Use

AB 2511 (Jones) **Land use: housing.** (A-06/15/2006)
Status: 06/15/2006-Referred to Coms. on T. & H. and E.Q.
Current Location: 06/15/2006-S T. & H.

Summary:

Would make a number of changes to state law to promote the development of affordable housing and to prevent delays in processing applications for development projects that include a housing element.

Landlord Tenant

AB 1169 (Torrico) Real property: rentals. (A-06/12/2006)
Status: 06/15/2006-Read second time. To third reading.
Current Location: 06/15/2006-S THIRD READING

Summary:

This bill would, until 2010, reenact provisions that were in effect until January 1, 2006 which included a requirement that an owner of a residential dwelling give at least 60 days' notice prior to termination or 30 days' notice prior to termination if the tenant had resided in the dwelling for less than one year or if other enumerated circumstances were satisfied. This bill would also revise these provisions to provide that an owner may give 30 days' notice if any tenant or resident has resided in the dwelling for less than one year.

Misc

AB 1561 (Umberg) State boards and commissions: member removal: failure to attend meetings. (A-01/23/2006)
Status: 02/02/2006-Referred to Com. on RLS.
Current Location: 02/02/2006-S RLS.

Summary:

This bill would specify that, with respect to state boards and commissions not governed by the California Constitution, if the member fails to attend 3 out of 4 consecutive, regularly scheduled meetings of the board or commission, with certain exceptions, the board or commission is required to notify the appointing authority, and the appointing authority would be authorized to remove the member. (1/23/06)

AJR 47 (Ridley-Thomas) California housing affordability. (A-06/01/2006)
Status: 06/14/2006-From committee: Be adopted. To third reading. (Ayes 9. Noes 0.).
Current Location: 06/14/2006-S THIRD READING

Summary:

This measure would memorialize the President and Congress of the United States to recognize the high cost of purchasing a home in California and to act to raise the Federal Housing Authority and conforming loan limits to make it more possible for Californians to own a home. (6/1/06)

SB 521 (Torlakson) Recording fees: Contra Costa County. (A-03/22/2006)
Status: 06/14/2006-From committee: Do pass, but first be re-referred to Com. on L. GOV. (Ayes 5. Noes 2.) Re-referred to Com. on L. GOV.
Current Location: 06/14/2006-A L. GOV.

Summary:

This bill would authorize the Contra Costa County Board of Supervisors to additionally charge \$1 for each page after the first page that is recorded for every real estate instrument, paper, or notice required or permitted by law to be recorded in Contra Costa County. The bill would require the Contra Costa County Board of Supervisors to establish a fund for deposit of the moneys raised by the increase, which shall be used to assist in

the development of affordable housing for very low income households, lower income households, and moderate income households.

SR 8

(Torlakson) Relative to transportation and housing. (I-01/11/2005)

Status: 02/03/2006-Hearing postponed by committee. (Refers to 3/8/2005 hearing)

Current Location: 01/27/2005-S T. & H.

Summary:

Resolution stating it is a high priority for the Senate to improve access to housing and reduce traffic congestion by promoting affordable housing, infill development and other policies that allow people to live close to their workplace.

Redevelopment

AB 2922

(Jones) Redevelopment: Low and Moderate Income Housing Fund. (A-05/31/2006)

Status: 06/15/2006-Referred to Coms. on JUD. and RLS.

Current Location: 06/15/2006-S JUD.

Summary:

Existing law requires covenants and restrictions on the affordability of all new or substantially rehabilitated housing units developed or assisted with funds required to be used for low- and moderate-income housing to be recorded in the office of the county recorder and makes those covenants and restrictions enforceable by the agency or the community. This bill would make the covenants and restrictions enforceable by any interested party, including a person or family of low or moderate income that is eligible to reside in the property and would require the agency to obtain and maintain a copy of the covenants and restrictions.

Surplus Property

AB 2483

(Baca) State highways: sale of excess property. (A-05/26/2006)

Status: 06/08/2006-Referred to Com. on T. & H.

Current Location: 06/08/2006-S T. & H.

Summary:

Existing law authorizes the Department of Transportation to sell or exchange real property that it has determined is no longer necessary for highway purposes. This bill would authorize the Department of Transportation, prior to disposing of its excess real property, to first offer the property for sale, exchange, or lease at fair market value to a local agency for redevelopment purposes. The bill would specify that this provision does not supersede existing provisions governing surplus residential property and does not apply to land of notable environmental value or to commercial real property.

AB 1617

(Liu) Surplus residential property. (A-03/20/2006)

Status: 03/20/2006-From committee chair, with author's amendments: Amend, and refer to committee. Read second time, amended, and re-referred to Com. on T. & H.

Current Location: 03/20/2006-S T. & H.

Summary:

This bill would establish additional criteria under which the surplus property may be offered for sale to the current occupants, local governments, or nonprofit entities. The bill would restrict the Department of Transportation in attaching terms or conditions to surplus property in its jurisdiction and require the department to compile a list of surplus properties on the 710 Freeway Right-of-Way and then offer the properties for sale.

SB 710

(Torlakson) Surplus residential property. (A-05/04/2006)

Status: 06/19/2006-From committee: Do pass as amended, but first amend, and re-refer to Com. on APPR. (Ayes 7. Noes 0.)

Current Location: 06/19/2006-A APPR.

Summary:

This bill would add an asset limitation to the conditions that present occupants are required to meet to qualify to purchase surplus single-family properties.

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