MEETING OF THE COMMISSION OF THE
WALNUT ENERGY CENTER AUTHORITY

TURLOCK IRRIGATION DISTRICT
BOARD ROOM, MAIN OFFICE BUILDING
333 EAST CANAL DRIVE
TURLOCK, CALIFORNIA

Regular Meeting
9:00 a.m., Tuesday, November 29, 2016

The public is invited to comment upon any item appearing on the agenda at the time it is being considered.

AGENDA

A. Call to Order

B. Approval of Minutes of January 26, 2016

C. Business from the Public

Public Comment – Interested persons in the audience are welcome to introduce any topic within the Authority’s jurisdiction. Matters presented under this heading may be discussed, but no action will be taken by the Commission at this meeting.

D. Action Items

1. Resolution Approving the Walnut Energy Center Authority Regular Meeting Schedule For Year 2017
   Consider approval of a regular meeting schedule for 2017 in accordance with provisions in Government Code Section 6592.1, which requires all meetings where actions regarding financing be held at regularly scheduled meetings of the Authority.
   - Joe E. Malaski, Treasurer/Auditor

2. Resolution Adopting 2017 Operations and Maintenance and Capital Budgets
   Consider adoption of Operations and Maintenance, and Capital Budgets for the 2017 calendar year.
   - Joe E. Malaski, Treasurer/Auditor

E. Motion to Adjourn
MINUTES OF THE COMMISSION OF THE WALNUT ENERGY CENTER AUTHORITY

Turlock, California
26 January 2016

A special meeting of the Commission of the Walnut Energy Center Authority was called to order at 9:10 a.m., Tuesday, January 26, 2016, in the offices of the Turlock Irrigation District, 333 East Canal Drive, Turlock, California. Present were: Commissioners Joe Alamo, Charles Fernandes, Michael Frantz, Rob Santos and Ron Macedo. Also present were: Treasurer/Auditor Joseph Malaski, General Manager Casey Hashimoto and Deputy Secretary Tami Wallenburg. Absent was: Commissioner Kevin Gonzalves.

MOTION APPROVING MINUTES

Moved by Commissioner Macedo, seconded by Commissioner Fernandes, that the minutes of the meeting of November 24, 2015, be approved.

The President declared the motion carried.

RESOLUTION NO. 2016-1

RESOLUTION OF THE COMMISSION OF THE WALNUT ENERGY CENTER AUTHORITY MAKING CERTAIN DETERMINATIONS WITH RESPECT TO REIMBURSEMENT OF ADVANCES AND PROPOSED ADVANCES FOR CAPITAL PROJECTS FROM WECA'S GENERAL AND/OR CAPITAL RESERVES FROM THE PROCEEDS OF TAXABLE OR TAX-EXEMPT DEBT

WHEREAS, Walnut Energy Center Authority ("WECA") has already or intends to build, construct, purchase, and improve those certain projects more fully described in attached Exhibit A (the "Projects"); and

WHEREAS, WECA has paid or expects to pay certain capital expenditures in connection with the Projects by the issuance of taxable or tax-exempt indebtedness to be used to finance such expenditures; and

WHEREAS, WECA is authorized to incur or issue debt obligations to finance costs of the Project; and

WHEREAS, WECA anticipates it will issue debt obligations for the purpose of financing costs of the Projects on a long-term basis; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires WECA to declare its reasonable official intent to reimburse prior expenditures for the Projects with proceeds of a taxable or tax-exempt borrowing.
NOW, THEREFORE BE IT HEREBY RESOLVED by the Commission of the Walnut Energy Center Authority as follows:

Section 1. The Commissioners of WECA finds and determines that the foregoing recitals are true and correct.

Section 2. This Resolution is adopted by the Commissioners of WECA solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This Resolution does not bind WECA to make any expenditures, incur any indebtedness, or proceed with the Projects.

Section 3. The Commissioners expects WECA will pay certain capital expenditures in connection with the Projects prior to the issuance of taxable or tax-exempt indebtedness for the Projects. The reimbursement of such project expenditures is consistent with WECA’s established budgetary and financial circumstances. As of the date hereof, the Commissioners of WECA reasonably expects that such project expenditures shall be paid from WECA’s Reserves. The Commissioners of WECA does not expect that moneys in WECA’s General or Capital Reserves temporarily used to pay such project expenditures will be permanently available for the Projects. Other than proceeds of taxable or tax-exempt indebtedness to be issued for the Projects, there are no funds or sources of moneys that have been, or reasonably are expected to be, allocated, reserved, or otherwise made available on a long-term basis pursuant to WECA’s budget to pay costs of the Projects.

Section 4. Project expenditures that are to be reimbursed to WECA shall not have been paid from proceeds of any other tax-exempt indebtedness.

Section 5. The Commissioners of WECA hereby declares WECA’s official intent to use proceeds of taxable or tax-exempt indebtedness to reimburse itself for future project expenditures. The Board of Directors of WECA reasonably expects that such indebtedness will be secured by and payable from revenues of the Projects.

Section 6. This Resolution shall be continuously available for inspection by the general public during normal business hours at the offices of WECA located at 333 East Canal Drive, Turlock, California, commencing on January 26, 2016.

Section 7. This Resolution shall take effect from and after its adoption.

Moved by Commissioner Macedo, seconded by Commissioner Fernandes, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

Ayes: Commissioners Fernandes, Santos, Frantz, Macedo, Alamo
Noes: Commissioners None
Absent: Commissioner Gonzalves
The President declared the resolution adopted.

**MOTION TO ADJOURN**

Moved by Commissioner Frantz, seconded by Commissioner Fernandes, that the meeting be adjourned.

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Deputy Secretary of the Commission
of the Walnut Energy Center Authority
RESOLUTION NO. 2016 - 2

RESOLUTION APPROVING THE WALNUT ENERGY CENTER AUTHORITY
MEETING SCHEDULE FOR 2017

WHEREAS, the Walnut Energy Center Authority is a Joint Powers Authority under the California Government Code, and

WHEREAS, the Walnut Energy Center Authority intends to potentially finance projects deemed necessary to insure the assets owned by the Authority are maintained in serviceable condition, and

WHEREAS, the legislature adopted additional provisions in the Government Code Section 6592.1 to require all meetings where actions regarding financing actions be held at regularly scheduled meetings of the Authority.

BE IT RESOLVED by the Commission of the Walnut Energy Center Authority that the attached regular meeting schedule for 2017 be established.

Moved by Commissioner , seconded by Commissioner , that the foregoing resolution be adopted.

Upon roll call the following vote was had:

Ayes: Commissioners
Noes: Commissioners
Absent: Commissioners

The President declared the resolution adopted.

I, Tami Wallenburg, Deputy Secretary of the COMMISSION OF THE WALNUT ENERGY CENTER AUTHORITY, do hereby CERTIFY that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of said Commission held the 29th day of November, 2016.

Deputy Secretary of the Commission of the Walnut Energy Center Authority
WALNUT ENERGY CENTER AUTHORITY
YEAR 2017
REGULAR MEETING SCHEDULE
(ALL HELD TUESDAY’S AT 9:00 A.M.)

January 31
February 28
March 28
April 25
May 30
June 27
July 25
August 29
September 26
October 31
November 21
December 19
RESOLUTION NO. 2016 -

RESOLUTION ADOPTING WALNUT ENERGY CENTER AUTHORITY OPERATION AND MAINTENANCE AND CAPITAL 2017 BUDGET

BE IT RESOLVED by the Commission of the Walnut Energy Center Authority that the Walnut Energy Center Authority Operations/Maintenance and Capital budget for calendar year 2017 is hereby approved, and a copy is ordered filed in the Secretary's office.

Moved by Commissioner ________, seconded by Commissioner ________, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

Ayes: Commissioners
Noes: Commissioners
Absent: Commissioners

The President declared the resolution adopted.

I, Tami Wallenburg, Deputy Secretary of the COMMISSION OF THE WALNUT ENERGY CENTER AUTHORITY, do hereby CERTIFY that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of said Commission held the 29 day of November 2016.

__________________________________________
Deputy Secretary of the Commission
Of the Walnut Energy Center Authority
<table>
<thead>
<tr>
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<tbody>
<tr>
<td>Operating Revenues:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WECA Lease Revenue</td>
<td>79,659</td>
<td>88,670</td>
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<tr>
<td>Fuel:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Fuel</td>
<td>44,138</td>
<td>52,051</td>
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<tr>
<td>Gas Fields</td>
<td>(2,112)</td>
<td>(1,803)</td>
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<tr>
<td>Total Power Supply</td>
<td>42,026</td>
<td>50,248</td>
</tr>
<tr>
<td>Net Oper. Margin</td>
<td>37,633</td>
<td>38,422</td>
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<tr>
<td>O &amp; M (exc. depr., deptl. &amp; Amort.):</td>
<td></td>
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<tr>
<td>O &amp; M</td>
<td>18,197</td>
<td>18,578</td>
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<tr>
<td>Net O&amp;M Expense</td>
<td>18,197</td>
<td>18,578</td>
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<tr>
<td>Total Cash Generated</td>
<td>19,436</td>
<td>19,844</td>
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<tr>
<td>Debt Service</td>
<td>(18,433)</td>
<td>(18,416)</td>
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<td>Commercial Paper</td>
<td>(1,003)</td>
<td>(1,003)</td>
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<tr>
<td>Total TID Debt Serv.</td>
<td>(19,436)</td>
<td>(19,419)</td>
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<tr>
<td>Net Cash Avail. for Capital</td>
<td>-</td>
<td>425</td>
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<tr>
<td>Revenue Financed Capital Expenditures</td>
<td>-</td>
<td>(425)</td>
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<tr>
<td>Balance to Reserves</td>
<td>$-</td>
<td>$-</td>
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<tr>
<td>WEC D/Serv. Coverage-(X)</td>
<td>1.00</td>
<td>1.00</td>
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