MEETING OF THE COMMISSION OF THE TUOLUMNE WIND PROJECT AUTHORITY

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

Regular Meeting
9:00 a.m., Tuesday, December 1, 2020

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

ALTERNATE FORMATS OF THIS AGENDA WILL BE MADE AVAILABLE UPON REQUEST TO QUALIFIED INDIVIDUALS WITH DISABILITIES. APPROPRIATE INTERPRETIVE SERVICES FOR THIS MEETING WILL BE PROVIDED IF FEASIBLE UPON ADVANCE REQUEST TO QUALIFIED INDIVIDUALS WITH DISABILITIES.

AGENDA

A. Call to Order

This meeting is being conducted via webinar, pursuant to Executive Orders signed by Governor Gavin Newsom related to the ongoing COVID-19 pandemic, including provisions regarding the Brown Act. Members of the Commission and the public will participate in the meetings by utilizing Zoom’s webinar feature or through a phone number, both of which are provided in the meeting agenda.

Members of the public will have the opportunity to provide public input via the webinar or phone features. Members of the public may also email their comments to the Commission Secretary by 3 p.m. on the day prior to the Commission meeting. Please email public comment to tmwallenburg@tid.org. All public comments submitted by email by the above time will be read during the TWPA Commission meeting in the Public Comment Period of the agenda.

To join the meeting:
- Click here to join the video meeting
- Or to join by phone, please dial (toll free) 669-900-9128 or 346-248-7799 ;
- Meeting ID: 951 8191 4854
B. Approval of Minutes from December 10, 2019

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 Regular Meeting Schedule for Calendar Year 2021
   Consider approval of a regular meeting schedule for 2021 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.
   - Brian Stubbert, Treasurer/Auditor

2. Resolution Adopting 2021 Operations and Maintenance and Capital Budgets
   Consider adoption of Operations and Maintenance, and Capital Budgets for the 2021 calendar year.
   - Brian Stubbert, Treasurer/Auditor

3. Resolution Making Certain Determinations with Respect to Reimbursement of Advances and Proposed Advances for Capital Projects from TWPA’s General and/or Capital Reserves from the Proceeds of Taxable or Tax-Exempt Debt
   Declaration of the Tuolumne Wind Project Authority’s official intent to reimburse itself for specific capital project expenditures through the issuance of taxable or tax-exempt indebtedness.
   - Brian Stubbert, Treasurer/Auditor

E. Motion to Adjourn
A regular meeting of the Commission of the Tuolumne Wind Project Authority was called to order at 9:17 a.m., Tuesday, December 10, 2019, in the offices of the Turlock Irrigation District, 333 East Canal Drive, Turlock, California. Present were: Commissioners Charles Fernandes (President), Rob Santos (Vice-President), Michael Frantz (Secretary), Joe Alamo and Ron Macedo. Also present were: Chief Executive Officer Casey Hashimoto, Auditor/Treasurer Brian Stubbert and Deputy Secretary Tami Wallenburg.

MOTION APPROVING MINUTES

Moved by Commissioner Macedo, seconded by Commissioner Fernandes, that the minutes of the meeting of August 27, 2019 be approved.

The President declared the motion carried.

RESOLUTION NO. 2019 - 3
RESOLUTION APPROVING THE TUOLUMNE WIND PROJECT AUTHORITY MEETING SCHEDULE FOR 2020

WHEREAS, the Tuolumne Wind Project Authority is a Joint Powers Authority under the California Government Code, and

WHEREAS, the Tuolumne Wind Project 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 Tuolumne Wind Project Authority that the attached regular meeting schedule for 2020 be established.

Moved by Commissioner Frantz, seconded by Commissioner Alamo, that the foregoing resolution be adopted.
Upon roll call the following vote was had:

Ayes: Commissioners Fernandes, Frantz, Alamo, Macedo, Santos
Noes: Commissioners - None
Absent: Commissioners - None

The President declared the resolution adopted.

RESOLUTION NO. 2019 - 4

RESOLUTION ADOPTING TUOLUMNE WIND PROJECT AUTHORITY 2020 OPERATION AND MAINTENANCE AND CAPITAL BUDGET

BE IT RESOLVED by the Commission of the Tuolumne Wind Project Authority that the Tuolumne Wind Project Authority Operations/Maintenance and Capital budget for calendar year 2020 is hereby approved, and a copy is ordered filed in the Secretary’s office.

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

Upon roll call the following vote was had:

Ayes: Commissioners Fernandes, Frantz, Alamo, Macedo, Santos
Noes: Commissioners - None
Absent: Commissioners - None

The President declared the resolution adopted.

MOTION TO ADJOURN

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

________________________________
Deputy Secretary of the Commission of the Tuolumne Wind Project Authority
WHEREAS, the Tuolumne Wind Project Authority is a Joint Powers Authority under the California Government Code; and

WHEREAS, the Tuolumne Wind Project 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 Tuolumne Wind Project Authority that the attached regular meeting schedule for 2021 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 _____.

I, Tami Wallenburg, Deputy Secretary of the COMMISSION OF THE TUOLUMNE WIND PROJECT 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 1st day of December 2020.

______________________________
Deputy Secretary of the Commission
of the Tuolumne Wind Project Authority
TUOLUMNE WIND PROJECT AUTHORITY
YEAR 2021
REGULAR MEETING SCHEDULE
(ALL HELD TUESDAY’S AT 9:00 A.M.)

January 26
February 23
March 23
April 27
May 25
June 29
July 27
August 24
September 28
October 26
November 23
December 14
TUOLUMNE WIND PROJECT AUTHORITY

RESOLUTION NO. 2020 -

RESOLUTION ADOPTING TUOLUMNE WIND PROJECT AUTHORITY 2021 OPERATION AND MAINTENANCE AND CAPITAL BUDGET

BE IT RESOLVED by the Commission of the Tuolumne Wind Project Authority that the Tuolumne Wind Project Authority Operations/Maintenance and Capital budget for calendar year 2021 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 ______.

I, Tami Wallenburg, Deputy Secretary of the COMMISSION OF THE TUOLUMNE WIND PROJECT 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 1st day of December 2020.

__________________________________
Deputy Secretary of the Commission
Of the Tuolumne Wind Project Authority
Tuolumne Wind Project Authority

(x$1,000)

<table>
<thead>
<tr>
<th></th>
<th>2020 Budget</th>
<th>2021 Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Revenues:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wholesale Wind Sales</td>
<td>$ 2,900</td>
<td>$ 3,000</td>
</tr>
<tr>
<td>TWPA Lease Revenue</td>
<td>40,123</td>
<td>38,793</td>
</tr>
<tr>
<td>BAB's Interest Income</td>
<td>3,400</td>
<td>3,400</td>
</tr>
<tr>
<td><strong>Total Operating Revenues</strong></td>
<td>46,423</td>
<td>45,193</td>
</tr>
<tr>
<td><strong>Operating Expenses:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Transmission</td>
<td>3,900</td>
<td>3,500</td>
</tr>
<tr>
<td>Land Lease Expense</td>
<td>1,100</td>
<td>1,000</td>
</tr>
<tr>
<td>O &amp; M</td>
<td>6,300</td>
<td>7,200</td>
</tr>
<tr>
<td>Insurance</td>
<td>500</td>
<td>1,200</td>
</tr>
<tr>
<td>Real Estate Taxes</td>
<td>1,200</td>
<td>1,000</td>
</tr>
<tr>
<td><strong>Total Operating Expenses</strong></td>
<td>13,000</td>
<td>13,900</td>
</tr>
<tr>
<td><strong>Total Cash Generated</strong></td>
<td>33,423</td>
<td>31,293</td>
</tr>
<tr>
<td>Debt Service</td>
<td>(32,600)</td>
<td>(30,700)</td>
</tr>
<tr>
<td>Net Cash Avail. for Capital</td>
<td>823</td>
<td>593</td>
</tr>
<tr>
<td><strong>Revenue Financed Capital Expenditures</strong></td>
<td>(823)</td>
<td>(593)</td>
</tr>
<tr>
<td><strong>Balance to Reserves</strong></td>
<td>$ -</td>
<td>$ -</td>
</tr>
<tr>
<td>TWPA D/Serv. Coverage-(X)</td>
<td>1.0</td>
<td>1.0</td>
</tr>
</tbody>
</table>
MEMORANDUM

TO: Commissioners of the Authority  
DATE: November 18, 2020

PREPARED BY: Brian Stubbert  
RE: TWPA Financing Reimbursement Resolution

Action Requested
Consider approval of a Resolution during the meeting of December 1, 2020.

Discussion
On June 14, 1993 the Department of Treasury released Reimbursement Regulations clarifying when proceeds of taxable or tax-exempt bond issue used to reimburse expenditures made by an issuer prior to the date of issue of the bonds will be treated as expended. These Regulations are generally effective for all bonds issued after June 30, 1993. To satisfy the Regulations, TWPA must satisfy three general requirements.

First, TWPA must declare a reasonable official intent to reimburse the expenditure with proceeds of the borrowing. Second, the allocation of bond proceeds to reimburse an expenditure must take place generally within the latter of eighteen months after the expenditure was originally paid or eighteen months after the facility financed was placed in service. Third, the reimbursed expenditures must be a capital expenditure for Federal tax purposes or an extraordinary working capital item.

Attached is a resolution declaring TWPA’s official intent to finance the projects. The projects are listed with an estimated 2020 cost. The resolution does not bind TWPA to make an expenditure incur any debt or proceed with the projects.

Recommendation
It is recommended that the Commission adopt the attached resolution.

<table>
<thead>
<tr>
<th>Presenter</th>
<th>Dept. Manager</th>
<th>Treasurer/Auditor</th>
<th>CEO</th>
</tr>
</thead>
</table>
| Brian Stubbert  
Signature/Date:  
11-24-20 | Brian Stubbert  
Signature/Date:  
11-24-20 | Brian Stubbert  
Signature/Date:  
11-24-20 | Michelle Rimeis  
Signature/Date:  
11-25-20 |
WHEREAS, Tuolumne Wind Project Authority ("TWPA") has already or intends to build, construct, purchase, and improve those certain projects more fully described in attached Exhibit A (the “Projects”); and

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

WHEREAS, TWPA 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 TWPA 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 Tuolumne Wind Project Authority as follows:

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

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

Section 3. The Commissioners expects TWPA 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 TWPA’s established budgetary and financial circumstances. As of the date hereof, the Commissioners of TWPA reasonably expects that such project expenditures shall be paid from TWPA’s Reserves. The Commissioners of TWPA does not expect that moneys in TWPA’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 TWPA’s budget to pay costs of the Projects.

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

Section 5. The commissioners of TWPA hereby declares TWPA’s official intent to use proceeds of taxable or tax-exempt indebtedness to reimburse itself for future project expenditures. The Board of Directors of
TWPA 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 TWPA located at 333 East Canal Drive, Turlock, California, commencing on December 1, 2020.

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

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 TUOLUMNE WIND PROJECT 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 1st day of December, 2020.

________________________________
Deputy Secretary of the Commission of the Tuolumne Wind Project Authority
The following is a list of 2021 capital projects associated with the reimbursement resolution:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>TWP Access Roads</td>
<td>$25,000</td>
</tr>
<tr>
<td>TWP - 34.5 KV Transformer Replacement</td>
<td>$535,000</td>
</tr>
<tr>
<td>TWP  TCS SCADA Network Equipment Replacement</td>
<td>$ 33,000</td>
</tr>
<tr>
<td><strong>Total Capital</strong></td>
<td><strong>$ 593,000</strong></td>
</tr>
</tbody>
</table>