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, June 26, 2018

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

B. Approval of Minutes from January 16, 2018

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 Signing Authority
Consider approval of a resolution authorizing the TID Power Supply Administration to approve
Authority expenditures equal to their TID purchasing limits.
- Brian Stubbart, TWPA Treasurer/Auditor

2. Resolution Declaring Property No Longer Necessary for Authority Purposes and
Authorizing Sale at Public Auction, Online, or at the Assistant General Manager of Power
Supply’s Discretion
Consider declaring nine (9) padmount transformers no longer necessary for Authority purposes
and authorizing the sale of said transformers at the discretion of TIDs AGM of Power Supply.
- Brad Koehn, TID AGM Power Supply
E. Motion to Adjourn
Tuolumne Wind Project Authority
333 East Canal Drive, P.O. Box 949
Turlock, CA 95381-0949

MINUTES OF THE COMMISSION OF THE
TUOLUMNE WIND PROJECT AUTHORITY

Turlock, California
16 January 2018

A regular meeting of the Commission of the Tuolumne Wind Project Authority was called to order at 9:25 a.m., Tuesday, January 16, 2018, 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, Treasurer Brian Stubbert and Deputy Secretary Tami Wallenburg.

MOTION APPROVING MINUTES

Moved by Commissioner Macedo, seconded by Commissioner Santos, that the minutes of the meeting of December 5, 2017 be approved.

The President declared the motion carried.

RESOLUTION NO. 2018 - 1

RESOLUTION OF THE COMMISSION OF THE
TUOLUMNE WIND PROJECT AUTHORITY 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

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 January 16, 2018.

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

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

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

The President declared the resolution adopted.

MOTION TO ADJOURN

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

Deputy Secretary of the Commission of the Tuolumne Wind Project Authority
MEMORANDUM

TO: Commission of Tuolumne Wind Project Authority

FROM: Brian Stubbert

DATE: June 26, 2018

RE: TWPA Signing Authority

Action
Approval of Signing Authority.

Discussion
The Tuolumne Wind Project Authority (the “TWPA”) bylaws currently state the “Chief Executive Officer or the Chief Executive Officer’s designee shall sign all contracts, deeds and other instruments executed by the Authority...”. The TWPA Chief Executive Officer (the “CEO” Casey Hashimoto) has authorized the Turlock Irrigation District (the “TID”) Power Supply Administration staff to approve Authority expenditures equal to their TID purchasing limits. This resolution formalizes the existing practice.

Recommendation
Staff recommends the Authority Commissioners approve the resolution formalizing the current business practices.
TUOLUMNE WIND PROJECT AUTHORITY

RESOLUTION NO. 2018 -

RESOLUTION APPROVING SIGNING AUTHORITY

WHEREAS, the Tuolumne Wind Project Authority (the “Authority”) is a Joint Powers Authority under the California Government Code; and

WHEREAS, section 2.3 of the Authority’s bylaws state the “Chief Executive Officer (the “CEO”) may designate one or more officers of the Authority or employees of Turlock Irrigation District to act as his designee in exercising the power and performing the duties of the Chief Executive Officer”; and

WHEREAS, Casey Hashimoto, the CEO, has authorized the Turlock Irrigation District (the “TID”) Power Supply Administration to approve Authority expenditures equal to their TID purchasing limits; and

WHEREAS, it is the desire of the Authority to formalize this authorization of current business practices into a formal resolution.

THEREFORE, BE IT RESOLVED by the Commission of the Tuolumne Wind Project Authority that the TID Power Supply Administration have the ability to approve Authority purchases equal to their TID purchasing limits.

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 26th day of June, 2018.

Deputy Secretary of the Commission of the Tuolumne Wind Project Authority
MEMORANDUM

TO: Commission of Tuolumne Wind Project Authority

FROM: Brad Koehn, TID AGM of Power Supply

DATE: June 15, 2018

RE: Consider approving the sale of surplus property

Action
Consider adopting a resolution declaring 9 padmount transformers no longer necessary for Authority purposes and authorizing sale of transformers at public auction or at the Assistant General Manager of Power Supply’s discretion,

Discussion
As we replace padmount transformers that have reached their end of life at TWP, they are kept for parts/spares. We only need two spares to satisfy this need, and therefore would like to sell the remaining 9 as surplus property. The original purchase price of the items are valued at or above $5,000 each, the Commission must approve the surplus declaration.

Recommendation
It is recommended that the Commission of the Tuolumne Wind Project Authority adopt a resolution authorizing the declaration of surplus and sale of said Authority property at public auction, or at the Assistant General Manager of Power Supply’s discretion.

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TUOLUMNE WIND PROJECT AUTHORITY

RESOLUTION NO. 2018 -

RESOLUTION DECLARING PROPERTY NO LONGER NECESSARY FOR AUTHORITY PURPOSES AND AUTHORIZING SALE AT PUBLIC AUCTION, ONLINE, OR AT THE ASSISTANT GENERAL MANAGER OF POWER SUPPLY’S DESCRETION

WHEREAS, the Tuolumne Wind Project Authority owns certain property described in the attached property list identified as “Exhibit A” and made a part hereof by reference; and

WHEREAS, it has been determined in accordance with Section 22500 of the Water Code that said property is no longer necessary for Authority purposes and it is in the best interest of the Authority to sell said property; and

NOW, THEREFORE BE IT RESOLVED by the Commission of the Tuolumne Wind Project Authority that said property is declared surplus and that said property either be sold at public auction or disposed of by the Assistant General Manager of Power Supply, under such terms and conditions, as he deems appropriate.

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 26th day of June, 2018.

Deputy Secretary of the Commission of the Tuolumne Wind Project Authority