



**WALNUT ENERGY CENTER AUTHORITY**  
P.O. Box 949, Turlock, CA 95381  
(209) 883-8479

Michelle Reimers/Chief Executive Officer

Brian Stubbert/Treasurer

**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, December 12, 2023**

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**

Members of the public will have the opportunity to provide public comment via the webinar or phone features. If you wish to speak, click on the “Raise Hand” button via Zoom, or press \*9 if using a phone, and wait until your name (or other identifying information) is called by the Commission Secretary.

**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: 923 4495 1524

**B. Approval of Minutes of the Regular Meeting of November 29, 2022**

**C. Business from the Public (5-minutes per speaker)**

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 WECA 2024 Regular Meeting Schedule**

Consider approval of a regular meeting schedule for 2024 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 the WECA 2024 Operations & Maintenance and Capital Budgets**

Consider adoption of the 2024 Operations & Maintenance and Capital Budgets.

- Brian Stubbert, Treasurer/Auditor

**3. Resolution Making Certain Determinations with Respect to Reimbursement of Advances and Proposed Advances for Capital Projects from the WECA General and/or Capital Reserves from the Proceeds of Taxable or Tax-Exempt Debt**

Declaration of the Walnut Energy Center 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 Adjourning the Meeting of the Walnut Energy Center Authority**

**MINUTES OF THE COMMISSION OF THE  
WALNUT ENERGY CENTER AUTHORITY**

Turlock, California  
29 November 2022

A regular meeting of the Commission of the Walnut Energy Center Authority was called to order at 9:58 a.m., Tuesday, November 29, 2022, in the offices of the Turlock Irrigation District, 333 East Canal Drive, Turlock, California. Present were: Commissioners Michael Frantz, Ron Macedo, Joe Alamo, Charles Fernandes and Rob Santos. Also present were: CEO Michelle Reimers, Treasurer/Auditor Brian Stubbert and Deputy Secretary Tami Wallenburg.

**MOTION APPROVING MINUTES**

Moved by Commissioner Alamo, seconded by Commissioner Santos, that the minutes of the meeting of August 2, 2022, be approved.

All voted in favor with none opposed. The President declared the motion carried.

**PUBLIC COMMENT**

There was none.

**RESOLUTION NO. 2022-3**

**RESOLUTION APPROVING THE WALNUT ENERGY CENTER AUTHORITY  
MEETING SCHEDULE FOR 2023**

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 2023 be established.

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

Upon roll call the following vote was had:

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

The President declared the resolution adopted.

**RESOLUTION NO. 2022 – 4**

**RESOLUTION ADOPTING WALNUT ENERGY CENTER AUTHORITY  
OPERATION AND MAINTENANCE AND CAPITAL 2023 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 2023 is hereby approved, and a copy is ordered filed in the Secretary's office.

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

Upon roll call the following vote was had:

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

The President declared the resolution adopted.

**RESOLUTION NO. 2022 - 5**

**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 December 1, 2022.

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

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

Upon roll call the following vote was had:

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

The President declared the resolution adopted.

### **MOTION TO ADJOURN**

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

All voted in favor with none opposed. The President declared the motion carried and the meeting adjourned.

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Deputy Secretary of the Commission  
of the Walnut Energy Center Authority

**RESOLUTION NO. 2023 -**

**RESOLUTION APPROVING THE WALNUT ENERGY CENTER AUTHORITY  
2024 MEETING SCHEDULE**

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 ensure 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.

NOW, THEREFORE, BE IT RESOLVED by the Commission of the Walnut Energy Center Authority that the attached regular meeting schedule be approved for 2024.

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

Upon roll call the following vote was had:

Ayes:

Noes:

Absent:

The President declared the resolution \_\_\_\_\_.

I, Jennifer Land, Deputy Secretary of the Commission of the WALNUT ENERGY CENTER AUTHORITY, a California joint powers 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 12<sup>th</sup> day of December 2023.

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Deputy Secretary of the Commission  
of the Walnut Energy Center Authority

**WALNUT ENERGY CENTER AUTHORITY**

**2024 REGULAR MEETING SCHEDULE**

(ALL MEETINGS WILL BE HELD AT  
THE TURLOCK IRRIGATION DISTRICT BOARD ROOM  
UNLESS AGENDIZED OTHERWISE)

Tuesday, January 23, 2024 at 9:00 a.m.

Tuesday, February 27, 2024 at 9:00 a.m.

Tuesday, March 26, 2024 at 9:00 a.m.

Tuesday, April 23, 2024 at 9:00 a.m.

Tuesday, May 28, 2024 at 9:00 a.m.

Tuesday, June 25, 2024 at 9:00 a.m.

Tuesday, July 23, 2024 at 9:00 a.m.

Tuesday, August 27, 2024 at 9:00 a.m.

Tuesday, September 24, 2024 at 9:00 a.m.

Tuesday, October 22, 2024 at 9:00 a.m.

Tuesday, November 26, 2024 at 9:00 a.m.

Tuesday, December 17, 2024 at 9:00 a.m.





Michelle Reimers/Chief Executive Officer

WALNUT ENERGY CENTER AUTHORITY
P.O. Box 949, Turlock, CA 95381
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Brian Stubbert/Treasurer

COMMISSION AGENDA REPORT

Table with 2 columns: Field (Board Meeting Date, Subject, Administration, Recommended Action, Background and Discussion, Alternative(s) Pros and Cons, Additional Information, Fiscal Impact) and Value (December 12, 2023, WECA 2024 Proposed Budget, Financial Services, Staff recommends the Commission approve the WECA 2024 Budget, Request approval of the WECA 2024 Operations & Maintenance and Capital Budgets as discussed during the Workshop on December 5, 2023., Alternative: Pros: Cons: Establishes the WECA Operations & Maintenance and Capital Budgets for 2024.)

Table with 3 columns: Presenter Signature, Dept. Manager Signature, AGM Signature. Includes handwritten signatures and printed names/dates for Brian Stubbert.

Table with 1 column: GM/COO Signature. Includes handwritten signature of Michelle Reimers and printed name/dates.

**RESOLUTION NO. 2023 -**

**RESOLUTION ADOPTING THE WALNUT ENERGY CENTER AUTHORITY  
2024 OPERATIONS AND MAINTENANCE AND CAPITAL BUDGETS**

NOW, THEREFORE, BE IT RESOLVED by the Commission of the Walnut Energy Center Authority that the Walnut Energy Center Authority Operations & Maintenance and Capital Budgets for calendar year 2024 are 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:

Noes:

Absent:

The President declared the resolution \_\_\_\_\_.

I, Jennifer Land, Deputy Secretary of the Commission of the WALNUT ENERGY CENTER AUTHORITY, a California joint powers 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 12<sup>th</sup> day of December 2023.

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Deputy Secretary of the Commission  
of the Walnut Energy Center Authority

## Walnut Energy Center Authority-Budget

(x\$1,000)	<b>2023 Budget</b>	<b>2024 Budget <i>Proposed</i></b>
<b>Operating Revenues:</b>		
WECA Lease Revenue	\$ 163,649	\$ 153,500
<b>Total Operating Revenues</b>	<u>163,649</u>	<u>153,500</u>
<b>Fuel:</b>		
Fuel	121,000	111,000
Gas Fields	(3,000)	(3,000)
<b>Total Fuel Expense</b>	<u>118,000</u>	<u>108,000</u>
Net Operating Margin	<u>45,649</u>	<u>45,500</u>
Operating Expenses		
O&M	21,000	22,000
<b>Total Operating Expenses</b>	<u>21,000</u>	<u>22,000</u>
<b>Total Cash Generated</b>	24,649	23,500
Debt Service	(18,000)	(15,700)
Commercial Paper	(1,000)	(1,000)
<b>Total Debt Service</b>	<u>(19,000)</u>	<u>(16,700)</u>
Cash Available for Capital	5,649	6,800
<b>Capital Expenditures</b>	(5,649)	(6,800)
<b>Balance to Reserves</b>	<u>\$ -</u>	<u>\$ -</u>
TID Debt/Service Coverage-(X)	1.00	1.00

**Walnut Energy Center Authority- Capital Budget**

**Description**

**2024**

**Budget**

WEC, Combustion/Turbine Parts Repair

\$ 6,000,000

Natural Gas Reserves – Pinedale

400,000

Natural Gas Reserves – Barnett

400,000

**Total Walnut Energy Center Authority Capital**

**\$ 6,800,000**



Michelle Reimers/Chief Executive Officer

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 P.O. Box 949, Turlock, CA 95381  
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Brian Stubbert/Treasurer

## COMMISSION AGENDA REPORT

<b>Board Meeting Date:</b>	December 12, 2023
<b>Subject:</b>	WECA Financing Reimbursement Resolution
<b>Administration:</b>	Financial Services
<b>Recommended Action:</b>	It is recommended that the Commission adopt the attached resolution.
<b>Background and Discussion:</b>	<p>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, WECA must satisfy three general requirements.</p> <p>First, WECA 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.</p> <p>Attached is a resolution declaring WECA's official intent to finance the projects. The projects are listed with an estimated 2024 cost. The resolution does not bind WECA to make an expenditure, incur any debt, or proceed with the projects.</p>
<b>Alternative(s) Pros and Cons:</b>	Alternative: Pros: Cons:
<b>Additional Information:</b>	
<b>Fiscal Impact:</b>	

Presenter Signature	Dept. Manager Signature	AGM Signature
<i>Brian Stubbert</i>		<i>Brian Stubbert</i>
Name: Brian Stubbert	Name:	Name: Brian Stubbert
Date Signed: 12/06/2023	Date Signed:	Date Signed: 12/06/2023

GM/COO Signature
<i>Michelle Reimers</i>
Name: Michelle Reimers
Date Signed: 12/07/2023

**RESOLUTION NO. 2023 -**

**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 THE WECA 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 1, 2024.

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:

Noes:

Absent:

The President declared the resolution \_\_\_\_\_.

I, Jennifer Land, Deputy Secretary of the Commission of the WALNUT ENERGY CENTER AUTHORITY, a California joint powers 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 12<sup>th</sup> day of December 2023.

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Deputy Secretary of the Commission  
of the Walnut Energy Center Authority

**Walnut Energy Center Authority**  
**List of Assets for Potential Debt Financing**  
**2024 Budget Year**

	<b>2024</b>
<b>Walnut Energy Center Authority</b>	<b>Budget</b>
WEC, Combustion/Turbine Parts Repair	\$6,000,000
Natural Gas Reserves - Pinedale	400,000
Natural Gas Reserves - Barnett	400,000
<b>Total Walnut Energy Center Authority Assets</b>	<b>6,800,000</b>