RESOLUTION NO. 1929-26 WWD

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE WINDSOR WATER DISTRICT APPROVING, AUTHORIZING AND DIRECTING EXECUTION OF AN INSTALLMENT SALE FINANCING FOR WATER RECLAMATION CAPITAL FACILITIES, AND APPROVING RELATED DOCUMENTS AND OFFICIAL ACTIONS

WHEREAS, the Windsor Water District (the "District"), together with the Town of Windsor (the "Town") owns and operates a system for the collection, treatment, reclamation and distribution or disposal of wastewater (the "Water Reclamation System") within the service area of the Town and the District and the Town wish to finance capital improvements to the Water Reclamation System (the "Project"); and

WHEREAS, the Town and the former Windsor Redevelopment Agency have heretofore entered into a Joint Exercise of Powers Agreement, dated as of November 10, 1993, establishing the Windsor Joint Powers Financing Authority (the "Authority") for the purpose, among others, of having the Authority assist in the financing of the acquisition, construction and improvement of certain public capital improvements of the Town; and

WHEREAS, to accomplish the foregoing, the Authority proposes to authorize the issuance and sale of its revenue bonds under the provisions of Article 4 (commencing with Section 6584) of Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (the "Bond Law"), designated as the Windsor Financing Authority 2026 Wastewater Revenue Bonds (the "Bonds"), secured by installment payments payable by the Town and the District from the net revenues of the Water Reclamation System under an Installment Sale Agreement between the Town, the District and the Authority (the "Installment Sale Agreement"); and

WHEREAS, the obligation of the District and Town to make payments under the Agreement are secured by a pledge of and lien on the net revenues of the Water Reclamation System; and

WHEREAS, the information required to be obtained and disclosed with respect to the Agreement by the Board in accordance with Government Code Section 5852.1 has been obtained and disclosed in the staff report accompanying this Resolution; and

WHEREAS, the Board finds that the Project comprises a capital project of benefit to the District and Town and its citizens and wishes at this time to authorize all proceedings relating to the financing of the Project and desires to approve all of said transactions in furtherance of the public purposes of the District and Town.

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE WINDSOR WATER DISTRICT, as follows:

Section 1. Approval of Installment Sale Agreement. The Board hereby approves the Installment Sale Agreement between the Authority, the District and the Town, under which the Authority agrees to finance improvements to the Water Reclamation System in consideration of the payment by the Town and the District of semiannual installment payments which are

sufficient to provide revenues with which to pay principal of and interest on the Bonds when due. The Installment Sale Agreement is hereby approved in substantially the form on file with the Town Clerk together with any changes therein or additions thereto deemed advisable by the Town Manager, the Administrative Services Director or their respective designees (each, an "Authorized Officer"), and the execution thereof by an Authorized Officer shall be conclusive evidence of the approval of any such changes or additions. An Authorized Officer is hereby authorized and directed for and in the name and on behalf of the Town to execute, and the Town Clerk is hereby authorized and directed to attest to, if necessary, the final form of the Installment Sale Agreement, and the Town Clerk is hereby authorized and directed to attest and affix the seal of the District, if required, to the final form of the Agreement and such execution shall be conclusive evidence of the approval of the final form thereof.

Section 2. Official Actions. The Mayor, the Town Manager, the Administrative Services Director, the Town Attorney, the Town Clerk and all other officers of the Town are each authorized and directed in the name and on behalf of the District to make any and all assignments, certificates, requisitions, agreements, notices, consents, instruments of conveyance, warrants and other documents, which they or any of them might deem necessary or appropriate in order to consummate any of the transactions contemplated by the agreements and documents approved pursuant to this Resolution. Whenever in this resolution any officer of the District is authorized to execute or countersign any document or take any action, such execution, countersigning or action may be taken on behalf of such officer by any person designated by such officer to act on his or her behalf in the case such officer is absent or unavailable.

Section 3. Effective Date. This Resolution shall take effect from and after the date of its passage and adoption.

PASSED, APPROVED AND ADOPTED this 4th day of March 2026, by the following vote:

AYES:	**BOARDMEMBERS LEEP, SALMON, WALL, AND PRESIDENT REYNOZA**
NOES:	**NONE**
ABSTAIN:	**NONE**
ABSENT:	**VICE PRESIDENT POTTER**

ROSA REYNOZA, PRESIDENT

ATTEST:

IRENE CAMACHO-WERBY, SECRETARY