

**PALMDALE WATER DISTRICT
RESOLUTION NO. 16-10**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
PALMDALE WATER DISTRICT PROVIDING FOR
REIMBURSEMENT OF PROJECT COSTS RELATING TO THE
PALMDALE REGIONAL GROUNDWATER RECHARGE AND
RECOVERY PROJECT, AND TAKING CERTAIN OTHER
ACTIONS RELATING THERETO**

WHEREAS, the Palmdale Water District (the "District") desires to finance the costs of constructing and/or reconstructing certain public facilities and improvements relating to Palmdale Regional Groundwater Recharge and Recovery Project, including groundwater wells, recharge basins, pipelines and other water delivery infrastructure (the "Project");

WHEREAS, the District intends to finance the construction and/or reconstruction of the Project or portions of the Project with moneys ("Project Funds") provided by the State of California, acting by and through the State Water Resources Control Board (State Water Board);

WHEREAS, the State Water Board may fund the Project Funds with proceeds from the sale of obligations the interest upon which is excluded from gross income for federal income tax purposes (the "Obligations"),

WHEREAS, prior to either the issuance of the Obligations or the approval by the State Water Board of the Project Funds the District desires to incur certain capital expenditures (the "Expenditures") with respect to the Project from available moneys of the District; and

WHEREAS, the District has determined that those moneys to be advanced on and after the date hereof to pay the Expenditures are available only for a temporary period and it is necessary to reimburse the District for the Expenditures from the proceeds of the Obligations.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Palmdale Water District as follows:

SECTION 1. The District hereby states its intention and reasonably expects to reimburse Expenditures paid prior to the issuance of the Obligations or the approval by the State Water Board of the Project Funds.

SECTION 2. The reasonably expected maximum principal amount of the Project Funds is \$55,000,000.

SECTION 3. This resolution is being adopted no later than 60 days after the date on which the District will expend moneys for the construction portion of the Project costs to be reimbursed with Project Funds.

SECTION 4. The District's expenditures will be of a type properly chargeable to a capital account under general federal income tax principles.

SECTION 5. To the best of our knowledge, the District is not aware of the previous adoption of official intents by the District that have been made as a matter of course for the purpose of reimbursing expenditures and for which tax-exempt obligations have not been issued.

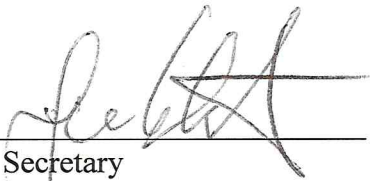
SECTION 6. This resolution is adopted as official intent of the District in order to comply with Treasury Regulation §1.150-2 and any other regulations of the Internal Revenue Service relating to the qualification for reimbursement of Project costs.

SECTION 7. All the recitals in this Resolution are true and correct and the District so finds, determines and represents.

PASSED, APPROVED and ADOPTED this 13th day of July 2016.



Robert Alvarado, President
Board of Directors
Palmdale Water District



Joe Estes, Secretary
Board of Directors
Palmdale Water District

Approved as to form:



Aleshire & Wynder, LLP
District Legal Counsel