

**MINUTES OF REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PALMDALE WATER DISTRICT, NOVEMBER 13, 2023:**

*A regular meeting of the Board of Directors of the Palmdale Water District was held Monday, November 13, 2023, at 2029 East Avenue Q, Palmdale, California, in the Board Room of the District Office. President, Don Wilson, called the meeting to order at 6:00 p.m.*

**1) Pledge of Allegiance/Moment of Silence.**

At the request of President Wilson, Director Mac Laren-Gomez led the Pledge of Allegiance followed by a moment of silence.

**2) Roll Call.**

**Attendance:**

Don Wilson, President  
Scott Kellerman, Vice President  
Kathy Mac Laren-Gomez, Treasurer  
Vincent Dino, Secretary  
Gloria Dizmang, Assistant Secretary

**Others Present:**

Dennis LaMoreaux, General Manager  
Adam Ly, Assistant General Manager  
Pam Lee, General Counsel  
Dennis Hoffmeyer, Finance Manager  
Scott Rogers, Engineering Manager  
Judy Shay, Public Affairs Director  
Danielle Henry, Executive Assistant  
Patricia Guerrero, Management Analyst  
7 members of the public

**3) Adoption of Agenda.**

It was moved by Director Dino, seconded by Director Mac Laren-Gomez, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to adopt the agenda, as written:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

**4) Public Comments for Non-Agenda Items.**

Mrs. Julie Kyle, Lancaster resident and party to the Antelope Valley Groundwater Adjudication Judgment, expressed her concerns regarding the Antelope

Valley Watermaster's administration transition to the Hallmark Group and requested the District's consideration of reassuming the administration responsibilities.

There were no further public comments.

**5) Presentations:**

**5.1) Bi-Monthly Legislative Updates. (Public Affairs Director Shay/Representatives for Antelope Valley State Legislators)**

Public Affairs Director Shay introduced Ms. Pamela Balch, Representative for Assemblymember Lackey, after which Ms. Balch stated that staff is preparing for next year's legislative package, including bills related to illicit cannabis operations, and welcomed legislative submittals; that a letter of support for the District's grant application for Federal Emergency Management Agency Building Resilient Infrastructure and Communities was submitted to Public Affairs Director Shay; and thanked General Manager LaMoreaux for his timely responses on inquiries regarding water quality concerns followed by a brief discussion on the status of illegal cannabis grows in the Antelope Valley.

Public Affairs Director Shay then introduced Ms. Isla Garcia, Representative for Assemblymember Carrillo, after which Ms. Garcia acknowledged the late Mr. Kimble Goodman's devotion to the community and provided a brief overview of Assemblymember Carrillo's accomplishments.

She then thanked the Board for inviting her this evening and stated that she looks forward to providing future legislative updates after which Director Mac Laren-Gomez requested to adjourn the Board Meeting in honor of Mr. Goodman.

**6) Action Items – Consent Calendar: (The Public Shall Have an Opportunity to Comment on Any Action Item on the Consent Calendar as the Consent Calendar is Considered Collectively by the Board of Directors Prior to Action Being Taken.)**

**6.1) Approval of Minutes of Regular Board Meeting held October 23, 2023.**

**6.2) Payment of Bills for November 13, 2023.**

**6.3) Approval of Absence of Director Dizmang from October 23, 2023 Regular Board Meeting Due to Health. (General Counsel Lee)**

**6.4) Approval of Resolution No. 23-16 being a Resolution of the Board of Directors of the Palmdale Water District Approving the Antelope Valley State Water Contractors Association USGS Program Restricted Budget for Fiscal Year 2023/2024. (\$4,634.00 – Budgeted – Finance Manager/AVSWCA Controller Hoffmeyer)**

**6.5) Approval of Resolution No. 23-17 being a Tax Sharing Resolution with Los Angeles County Sanitation District No. 20. (No Budget Impact – General Manager LaMoreaux)**

**6.6) Approval of Resolution No. 23-18 being a Resolution of the Board of Directors of the Palmdale Water District Authorizing Amendment No. 1 to the Joint Community Facilities Agreement By and Among the Palmdale Water District, California Municipal Finance Authority, and LCTH, L.P., an Affiliate of Pacific Communities Builder, Inc. (No Budget Impact – Assistant General Manager Ly)**

President Wilson announced the items included in the Consent Calendar after which it was moved by Director Mac Laren-Gomez, seconded by Director Kellerman, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to approve those items included in the Consent Calendar:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

Resolution Nos. 23-16, 23-17, and 23-18 are hereby made a portion of the minutes of this meeting.

**7) Action Items - Action Calendar (The Public Shall Have an Opportunity to Comment on Any Action Item as Each Item is Considered by the Board of Directors Prior to Action Being Taken.)**

**7.1) Consideration and Possible Action on Authorizing Staff to Execute the Second-Year Amendment to Professional Services Agreement with Stantec Consulting Services, Inc. for Program Management Services for Pure Water AV. (\$2,038,690.00 – Not-to-Exceed – Budgeted – Work Order No. 20-417 – Engineering Manager Rogers)**

Engineering Manager Rogers provided an overview of the proposed Amendment and the work completed by Stantec Consulting Services, Inc., and after a brief discussion of the Pure Water AV Demonstration Facility's increased flow rate, it was moved by Director Kellerman, seconded by Director Mac Laren-Gomez, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to authorize staff to execute the Second-Year Amendment to Professional Services Agreement with Stantec Consulting Services, Inc. for Program Management Services for Pure Water AV in the not-to-exceed amount of \$2,038,690.00:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

**7.2) Consideration and Possible Action on Resolution No. 23-19 being a Resolution of the Board of Directors of the Palmdale Water District Authorizing the District's Application to the California Governor's Office of Emergency Services for Funding from the Federal Emergency Management Agency Building Resilient Infrastructure and Communities for Federal Fiscal Year 2023 for the Design and Construction of the Pure Water Antelope Valley (AV) Full Scale Project. (Up to \$50,000,000 Potential Revenue – Engineering Manager Rogers)**

Engineering Manager Rogers provided an overview of the Federal Emergency Management Agency Building Resilient Infrastructure and Communities grant application process and funding opportunity, and after a brief discussion of existing reservoirs and community outreach, it was moved by Director Mac Laren-Gomez, seconded by Director Kellerman, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to approve Resolution No. 23-19 being a Resolution of the Board of Directors of the Palmdale Water District Authorizing the District's Application to the California Governor's Office of Emergency Services for Funding from the Federal Emergency Management Agency Building Resilient Infrastructure and Communities for Federal Fiscal Year 2023 for the Design and Construction of the Pure Water Antelope Valley (AV) Full Scale Project:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye

Director Mac Laren-Gomez – aye  
Director Dino – aye

Resolution No. 23-19 is hereby made a portion of the minutes of this meeting.

**7.3) Consideration and Possible Action on Resolution No. 23-20 Being a Resolution of the Board of Directors of the Palmdale Water District Regarding Its Intention to Seek Reimbursement in Connection with the Issuance of Tax-Exempt Water Revenue Bonds by the Palmdale Water District Public Financing Authority. (Potential Revenue through Reimbursement of Loans – Finance Manager Hoffmeyer)**

Finance Manager Hoffmeyer provided an overview of Resolution No. 23-20, including the proposed projects for bond funding, after which it was move by Director Kellerman, seconded by Director Mac Laren-Gomez, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to approve Resolution No. 23-20 being a Resolution of the Board of Directors of the Palmdale Water District Regarding Its Intention to Seek Reimbursement in Connection with the Issuance of Tax-Exempt Water Revenue Bonds by the Palmdale Water District Public Financing Authority:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

Resolution No. 23-20 is hereby made a portion of the minutes of this meeting.

**7.4) Consideration and Possible Action on Purchase of Sensus Smartpoints for 2024. (\$800,000.00 – Budgeted – Finance Manager Hoffmeyer)**

Finance Manager Hoffmeyer provided an overview on the status of the 2023 meter exchange program, including equipment delays and shortages, and after clarification that the Sensus Smartpoints are Advanced Metering Infrastructure (AMI) radios that attach to meters and discussion of the AMI radio capabilities, it was moved by Director Mac Laren-Gomez, seconded by President Wilson, and unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to approve the purchase of Sensus Smartpoints for 2024 in the amount of \$800,000.00:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

**7.5) Consideration and Possible Action on Establishing Guidelines for Changing Electrical Service Providers for District Electrical Service Accounts When Options are Available. (General Manager LaMoreaux)**

General Manager LaMoreaux provided an overview of the electrical service providers in the Antelope Valley, staff's analysis on electrical cost-savings, the District's power-purchase agreements, and staff's recommendation to establish a 5% savings threshold to initiate change of service providers followed by discussion of Community Choice Aggregations, partnership with the City of Palmdale, District rate payer savings, and the District's various electrical service accounts.

Mr. Benjamin Lucha, City of Palmdale Innovation and Environmental Manager and Manager of Energy for Palmdale's Independent Choice (EPIC), Ms. Kathy Wells, Cal Choice Energy Programs Manager, and Mr. Stephen Pollock, Participate Energy Board Member, provided comments on this item and requested that the District allow EPIC and Cal Choice staff to conduct an analysis on cost savings and resiliency programs to present to the Board for consideration before taking action on changing electrical providers.

It was then moved by Director Mac Laren-Gomez, seconded by Director Kellerman, and after discussion of the District's existing power purchase agreements, it was unanimously carried by all members of the Board of Directors present at the meeting on the following roll call vote to table this item and hold the request to change electrical providers:

President Wilson – aye  
Director Kellerman – aye  
Director Dizmang – aye  
Director Mac Laren-Gomez – aye  
Director Dino – aye

**7.6) Consideration and Possible Action on Authorization of the Following Conferences, Seminars, and Training Sessions for Board and Staff Attendance Within Budget Amounts Previously Approved in the 2023 Budget:**

- a) **None at This Time.**

There were no conferences, seminars, or training sessions to consider.

**8) Information Items:**

**8.1) Reports of Directors:**

- a) **Standing Committees; Organization Appointments; Agency Liaisons:**

**1) Antelope Valley East Kern Water Agency (AVEK) – October 24.  
(Director Dino, Board Liaison/Director Mac Laren-Gomez, Alt.)**

Director Dino reported that on October 24, he attended the AVEK Board Meeting and that a written report will be distributed.

**2) Outreach Committee Meeting – November 8. (Director Mac Laren-Gomez, Chair/Director Dizmang)**

Director Mac Laren-Gomez stated that this Outreach Committee Meeting was cancelled.

- b) **General Meetings Reports of Directors.**

Director Kellerman reported that on November 8, he attended the State of the City for Lancaster and that it was very informative; that on November 9, he attended a Board Briefing; and that on November 13, he is attending the Palmdale Water District Regular Board Meeting.

President Wilson reported that on October 31, he attended an Agenda Review Briefing and that on November 9, he attended a Board Briefing.

Director Dizmang reported that on October 5, she attended a Board Briefing; that on October 18, she attended a SDANLAC Chapter Meeting; that on October 19, she attended a Board Briefing; and that on November 9, she attended a Board Briefing.

Director Mac Laren-Gomez reported that on October 23, she attended a Public Water Suppliers Meeting; that on October 25, she attended a Watermaster Meeting; that on October 26, she attended the United Water Conservation District (UWCD) Sustainability Summit and that UWCD greatly values the District's partnership; that on November 8, she attended the State of the City for Lancaster where forced-networking was introduced; and that on November 9, she attended a Board Briefing.

Director Dino reported that on October 24, he attended an AVEK Board Meeting; that on October 26, he attended the UWCD Sustainability Summit; that on November 2, he attended the District's Let's Talk H2O! Event; that on November 9, he attended a Board Briefing; and that on November 13, he is attending the Palmdale Water District Regular Board Meeting.

Director Dizmang then stated that she appreciates staff for including her in the Fall festivities that she was unable to attend in-person.

**8.2) Report of General Manager.**

General Manager LaMoreaux provided a progress update on the baffle curtain removal from the 6M Clearwell and stated that he will be out of the office from November 16-21 and that Assistant General Manager Ly will be available if needed.

**8.3) Report of General Counsel.**

General Counsel Lee provided brief legislative updates on SB848 regarding unpaid leave for reproductive loss and on AB541 regarding additional measures of the California Safe Drinking Water Act requiring benzene testing by public water suppliers in areas of three hundred acres or more that have been impacted by wildfires.

**9) Board Members' Requests for Future Agenda Items.**

Director Mac Laren-Gomez requested that "Consideration and Possible Action on Committee Meeting Alternates" be added to the next regular meeting agenda.

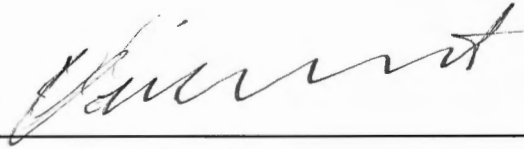
There were no further requests for future agenda items.



**10) Adjournment.**

President Wilson requested a moment of silence in memory of the late Mr. Kimble Goodman after which Director Mac Laren-Gomez acknowledged the many achievements of Mr. Goodman.

There being no further business to come before the Board, the meeting was adjourned at 7:13 p.m.



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Secretary

**RESOLUTION NO. 23-16**

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE PALMDALE WATER DISTRICT  
APPROVING THE ANTELOPE VALLEY  
STATE WATER CONTRACTORS ASSOCIATION  
USGS PROGRAM RESTRICTED BUDGET FOR FISCAL YEAR 2023/2024**

WHEREAS, the Palmdale Water District, along with the Antelope Valley-East Kern Water Agency and the Littlerock Creek Irrigation District, is a member agency of the Antelope Valley State Water Contractors Association formed by a Joint Powers Agreement dated May 26, 1999; and


WHEREAS, said Joint Powers Agreement provides for the formulation and adoption of a budget for the Antelope Valley State Water Contractors Association and approval of said budget by its members; and

WHEREAS, the Antelope Valley State Water Contractors Association unanimously adopted a United States Geological Survey (USGS) Program restricted budget for fiscal year 2023/2024 at their regular meeting held October 12, 2023, which includes an allocation among the member agencies and funds for the USGS Groundwater Monitoring and California Statewide Groundwater Elevation Monitoring Program.

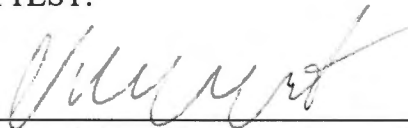
NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Palmdale Water District hereby approves the 2023/2024 USGS Program restricted budget, and allocation of budgeted funds adopted by the Antelope Valley State Water Contractors Association.

**I certify that this is a true copy of Resolution No. 23-16 as passed by the Board of Directors of the Palmdale Water District at its meeting held November 13, 2023 in Palmdale, California.**

Date: November 13, 2023

  
\_\_\_\_\_  
Don Wilson, President,  
Board of Directors

ATTEST:

  
\_\_\_\_\_  
Vincent Dino, Secretary, Board of Directors

APPROVED AS TO FORM:

BY:  PAM K. LEE  
Aleshire & Wynder, LLP, General Counsel

Resolution No. 23-17

JOINT RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES  
ACTING IN BEHALF OF

Los Angeles County General Fund

Los Angeles County Consolidated Fire Protection District

THE BOARD OF DIRECTORS OF COUNTY SANITATION DISTRICT NO. 20 OF LOS ANGELES  
COUNTY, AND THE GOVERNING BODIES OF

Antelope Valley Cemetery District

Antelope Valley Mosquito & Vector Control District

Antelope Valley Resource Conservation District

City of Palmdale

Palmdale Water District - Zone E

APPROVING AND ACCEPTING NEGOTIATED EXCHANGE OF PROPERTY TAX REVENUES  
RESULTING FROM ANNEXATION TO COUNTY SANITATION DISTRICT NO. 20.

**"ANNEXATION NO. 104"**

**WHEREAS**, pursuant to Section 99 and 99.01 of the Revenue and Taxation Code, prior to the effective date of any jurisdictional change which will result in a special district providing a new service, the governing bodies of all local agencies that receive an apportionment of the property tax from the area must determine the amount of property tax revenues from the annual tax increment to be exchanged between the affected agencies and approve and accept the negotiated exchange of property tax revenues by resolution; and

**WHEREAS**, the governing bodies of the agencies signatory hereto have made determinations of the amount of property tax revenues from the annual tax increments to be exchanged as a result of the annexation to County Sanitation District No. 20 entitled *Annexation No. 104*;

**NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:**

1. The negotiated exchange of property tax revenues resulting from the annexation of territory to County Sanitation District No. 20 in the annexation entitled *Annexation No. 104* is approved and accepted.

2. For each fiscal year commencing on and after July 1, 2023, or after the effective date of this jurisdictional change, whichever is later, the County Auditor shall transfer to County Sanitation District No. 20 a total of 0.4804074 percent of the annual tax increment attributable to the land area encompassed within *Annexation No. 104* as shown on the attached Worksheet.


3. No additional transfer of property tax revenues shall be made from any other tax agencies to County Sanitation District No. 20 as a result of annexation entitled *Annexation No. 104*.

4. No transfer of property tax increments from properties within a community redevelopment project, which are legally committed to a Community Redevelopment Agency, shall be made during the period that such tax increment is legally committed for repayment of the redevelopment project costs.

5. If at any time after the effective date of this resolution, the calculations used herein to determine initial property tax transfers or the data used to perform those calculations are found to be incorrect thus producing an improper or inaccurate property tax transfer, the property tax transfer shall be recalculated and the corrected transfer shall be implemented for the next fiscal year.

The foregoing resolution was adopted by the Board of Supervisors of the County of Los Angeles, the Board of Directors of County Sanitation District No. 20 of Los Angeles County, and the governing bodies of Antelope Valley Cemetery District, Antelope Valley Mosquito & Vector Control District, Antelope Valley Resource Conservation District, City of Palmdale, and Palmdale Water District - Zone E, signatory hereto.


PALMDALE WATER DISTRICT - ZONE E

  
SIGNATURE

Don Wilson, President, Board of Dir.  
PRINT NAME AND TITLE

November 13, 2023  
Date

ATTEST:

  
Secretary

(SIGNED IN COUNTERPART)

**RESOLUTION NO. 23-18**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE PALMDALE WATER DISTRICT AUTHORIZING AMENDMENT NO. 1 TO THE JOINT COMMUNITY FACILITIES AGREEMENT BY AND AMONG THE PALMDALE WATER DISTRICT, CALIFORNIA MUNICIPAL FINANCE AUTHORITY, AND LCTH, L.P., AN AFFILIATE OF PACIFIC COMMUNITIES BUILDER, INC.**

**WHEREAS**, in early 2022 LCTH, L.P., an affiliate of Pacific Communities Builder, Inc. (the “Developer”), submitted an application requesting that the Board of the California Municipal Finance Authority (the “Authority”) institute proceedings under the Mello-Roos Community Facilities Act of 1982 (the “Act”) to establish a community facilities district for the provision of certain water and wastewater facilities and services to residential property located within Tract No. 54209, which at the time was owned by Developer; and

**WHEREAS**, pursuant to the Act, in July 2022 the Board of the Authority instituted proceedings to establish California Municipal Finance Authority Community Facilities District No. 2022-8 (City of Palmdale – Wildflower/Creekside Encore) (“CFD No. 2022-8”), to authorize the levy of special taxes (the “Special Taxes”) upon the land within CFD No. 2022-8 and the issuance of bonds (the “Bonds”) secured by the Special Taxes, the proceeds of which are to be used to finance certain public facilities; and

**WHEREAS**, the facilities financed by CFD No. 2022-8 include certain facilities (the “Water District Facilities”) to be owned and operated by the Palmdale Water District (“Water District”) and certain facilities to be owned and operated by the City of Palmdale and certain other public agencies; and

**WHEREAS**, pursuant to Sections 53316.2, 53316.4, and 53316.6 of the Act, the Developer, Authority, and Water District entered into a Joint Community Facilities Agreement dated July 25, 2022 (“JCFA”) that provided for the financing of the Water District Facilities from the proceeds of the Bonds; and

**WHEREAS**, the Developer and its affiliates are developing residential property within Tract No. 69651 (the “Property”) and are requesting to annex said Property into CFD No. 2022-8; and

**WHEREAS**, the annexation of the Property into CFD No. 2022-8 requires an amendment to the JCFA; and

**WHEREAS**, the Developer, the Authority, and the Water District desire the annexation of the Property into CFD No. 2022-8 and an amendment to the JCFA to include Property, as provided in Amendment No. 1 to the JCFA.

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

**Section 1.** Pursuant to Section 53316.2 of the Act, the Board of Directors of the Water District (the "Board of Directors") hereby declares and determines that Amendment No. 1 to the JCFA to annex the Property, Tract No. 69651, into CFD No. 2022-8 will be beneficial to the residents of the territory served by the Water District.

**Section 2.** The form of Amendment No. 1 to the JCFA, on file with the Secretary of the Board of Directors and attached hereto as Exhibit "A", is hereby approved. The General Manager is hereby authorized and directed, for and in the name of the Water District, to execute and deliver Amendment No. 1 to the JCFA in the form presented to this meeting, with such changes, insertions and omissions as the General Manager may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Amendment No. 1 to the JCFA by the General Manager.

**Section 3.** This Resolution shall take effect immediately upon its adoption.

**PASSED AND ADOPTED** by the Board of Directors of Palmdale Water District this 13<sup>th</sup> day of November, 2023, by the following vote:

AYES: President Wilson, Directors Kellerman, Dizmang, Mac Laren-Gomez, Dino

NOES:

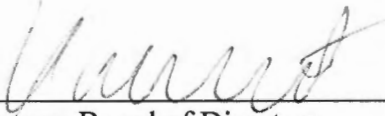
ABSENT:

ABSTAIN:




\_\_\_\_\_  
President, Board of Directors

ATTEST:



\_\_\_\_\_  
Secretary, Board of Directors

APPROVED AS TO FORM:

 PAM K. LEE

\_\_\_\_\_  
Aleshire & Wynder, LLP, General Counsel

**EXHIBIT "A"**

Amendment No. 1 to JCFA

[on following pages]

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**AMENDMENT NO. 1**

**to the**

**JOINT COMMUNITY FACILITIES AGREEMENT**

**by and among**

**CALIFORNIA MUNICIPAL FINANCE AUTHORITY**

**and**

**PALMDALE WATER DISTRICT**

**and**

**PACIFIC COMMUNITIES BUILDER, INC.**

**Dated as of November 13, 2023**

**California Municipal Finance Authority  
Community Facilities District No. 2022-8  
(City of Palmdale – Wildflower/Creekside Encore)**



## **AMENDMENT NO. 1 TO THE JOINT COMMUNITY FACILITIES AGREEMENT**

**THIS AMENDMENT NO. 1 TO THE JOINT COMMUNITY FACILITIES AGREEMENT** (this “Amendment”), dated as of November 13, 2023, is by and among the CALIFORNIA MUNICIPAL FINANCE AUTHORITY, a joint exercise of powers authority organized and existing under the laws of the State of California (“Authority”), the PALMDALE WATER DISTRICT, an irrigation district organized and existing under the laws of the State of California (“District”), and PACIFIC COMMUNITIES BUILDER, INC., a corporation organized and existing under the laws of the State of California (“Developer”).

### **WITNESSETH:**

**WHEREAS**, in early 2022 LCTH, L.P., an affiliate of Pacific Communities Builder, Inc. (the “Developer”), submitted an application requesting that the Board of the California Municipal Finance Authority (the “Authority”) institute proceedings under the Mello-Roos Community Facilities Act of 1982 (the “Act”) to establish a community facilities district for the provision of certain water and wastewater facilities and services to residential property located within Tract No. 54209, which at the time was owned by Developer; and

**WHEREAS**, pursuant to the Act, in July 2022 the Board of the Authority instituted proceedings to establish California Municipal Finance Authority Community Facilities District No. 2022-8 (City of Palmdale – Wildflower/Creekside Encore) (“CFD No. 2022-8”), to authorize the levy of special taxes (the “Special Taxes”) upon the land within CFD No. 2022-8 and the issuance of bonds (the “Bonds”) secured by the Special Taxes, the proceeds of which are to be used to finance certain public facilities; and

**WHEREAS**, the facilities financed by CFD No. 2022-8 include certain facilities (the “Water District Facilities”) to be owned and operated by the Palmdale Water District (“Water District”) and certain facilities to be owned and operated by the City of Palmdale and certain other public agencies; and

**WHEREAS**, pursuant to Sections 53316.2, 53316.4, and 53316.6 of the Act, the Developer, Authority, and Water District entered into a Joint Community Facilities Agreement dated July 25, 2022 (“JCFA”) that provided for the financing of the Water District Facilities from the proceeds of the Bonds; and

**WHEREAS**, the Developer and its affiliates are developing residential property within Tract No. 69651 (the “Property”) and are requesting to annex said Property into CFD No. 2022-8; and

**WHEREAS**, the annexation of the Property into CFD No. 2022-8 requires an amendment to the JCFA; and

**WHEREAS**, the Developer, the Authority, and the Water District desire the annexation of the Property into CFD No. 2022-8 and an amendment to the JCFA to include Property, as provided in this Amendment.

**NOW, THEREFORE**, for and in consideration of the mutual promises and covenants herein contained, the parties hereto agree as follows:

**Section 1.** The definition of "Subject Units" under paragraph (a) of Section 6 of the JCFA is hereby amended in its entirety to read as follows:

"Subject Units" means the approximately 168 residential units, consisting of single-family homes, to be constructed on the portion of the Property known as Tract No. 54209 and Tract No. 69651, which are within the boundaries of the Community Facilities District, and for which entitlements have been obtained by the Developer or an affiliate thereof.

**Section 2.** Except as provided in this Amendment, all provisions of the JCFA shall remain in full force and effect.

**Section 3.** This Amendment may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute but one and the same instrument.

**IN WITNESS WHEREOF**, the parties hereto have executed this Facilities Agreement as of the date first written above.

**CALIFORNIA MUNICIPAL FINANCE  
AUTHORITY**

By: \_\_\_\_\_  
Authorized Signatory

**PALMDALE WATER DISTRICT**

By: *Doris LaMunz*  
General Manager

**PACIFIC COMMUNITIES BUILDER,  
INC.**

By: \_\_\_\_\_  
Authorized Signatory

NOW, THEREFORE, for and in consideration of the mutual promises and covenants herein contained, the parties hereto agree as follows:

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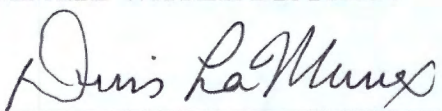
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IN WITNESS WHEREOF, the parties hereto have executed this Facilities Agreement as of the date first written above.

**CALIFORNIA MUNICIPAL FINANCE  
AUTHORITY**

By:   
Authorized Signatory

**PALMDALE WATER DISTRICT**

By:   
General Manager

**PACIFIC COMMUNITIES BUILDER,  
INC.**

By: \_\_\_\_\_  
Authorized Signatory

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**CALIFORNIA MUNICIPAL FINANCE  
AUTHORITY**

By: \_\_\_\_\_  
Authorized Signatory

**PALMDALE WATER DISTRICT**

By: *Doris LaMunz*  
General Manager

**PACIFIC COMMUNITIES BUILDER,  
INC.**

By: *[Signature]*  
Authorized Signatory

**RESOLUTION NO. 23-19**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE PALMDALE WATER DISTRICT AUTHORIZING THE DISTRICT'S APPLICATION TO THE CALIFORNIA GOVERNOR'S OFFICE OF EMERGENCY SERVICES FOR FUNDING FROM THE FEDERAL EMERGENCY MANAGEMENT AGENCY BUILDING RESILIENT INFRASTRUCTURE AND COMMUNITIES FOR FEDERAL FISCAL YEAR 2023 FOR THE DESIGN AND CONSTRUCTION OF THE PURE WATER ANTELOPE VALLEY (AV) FULL SCALE PROJECT**

**WHEREAS**, Palmdale Water District is a municipal water district established pursuant to Section 71000 et seq. of the California Water Code.

**WHEREAS**, water supply in the Palmdale area is facing a growing list of challenges associated with regulatory cutbacks on State Water Project deliveries, Bay-Delta instability, climate change, aging infrastructure, and growing population; and

**WHEREAS**, the United States Federal Emergency Management Agency under the Building Resilient Infrastructure and Communities (BRIC) Projects Grant makes funding available to qualifying applicants through the Governor's Office of Emergency Services (CalOES); and

**WHEREAS**, the Board of Directors of the Palmdale Water District has identified two projects that exemplify the objectives of the BRIC Grant in the design and construction of Pure Water AV Full Scale; and

**WHEREAS**, Palmdale Water District agrees to the administration and cost-sharing requirements of the WaterSMART Grant criteria.

**WHEREAS**, Palmdale Water District has the financial capacity to provide a commitment of remaining funding as required by the BRIC Grant.

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

**SECTION 1.** Palmdale Water District is hereby authorized to receive if awarded, the Federal Emergency Management Agency Building Resilient Infrastructure and Communities (BRIC) Projects for 2023 grant funding in an amount up to \$50,000,000 and will make a good faith effort to enter into a cooperative agreement with Reclamation for the receipt and administration of said grant funds.

**SECTION 2.** The General Manager, Dennis LaMoreaux, or his designee, is hereby authorized to take any and all actions that may be necessary for the completion and execution of the project

agreement and to take any and all other actions that may be necessary for the receipt and administration of the grant funding in accordance with the requirements of the Federal Emergency Management Agency.

**SECTION 3.** This resolution officially becomes a component part of the Palmdale Water District's grant application.

**SECTION 4.** The Board of Directors has reviewed and supports the application to be submitted.

**SECTION 5.** Palmdale Water District has the financial capacity to provide the amount of funding and/or in-kind contributions specified in the grant application funding plan.

**SECTION 6.** This Resolution shall be effective as of the date of adoption.

### CERTIFICATION

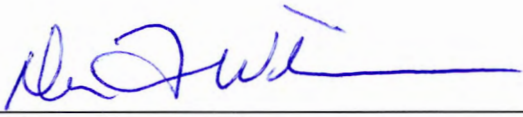
**PASSED, APPROVED and ADOPTED** by the Board of Directors of Palmdale Water District this 13<sup>th</sup> day of November, 2023, by the following vote:

AYES: President Wilson, Directors Kellerman, Dizmang, Mac Laren-Gomez, Dino

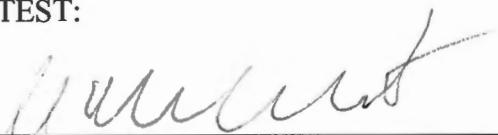
NOES:

ABSENT:


ABSTAIN:

  
\_\_\_\_\_  
President, Board of Directors

ATTEST:

  
\_\_\_\_\_  
Secretary, Board of Directors

APPROVED AS TO FORM:

 PAM K. LEE  
Aleshire & Wynder, LLP, General Counsel

**RESOLUTION NO. 23-20**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE PALMDALE  
WATER DISTRICT REGARDING ITS INTENTION TO SEEK  
REIMBURSEMENT IN CONNECTION WITH THE ISSUANCE OF  
TAX-EXEMPT WATER REVENUE BONDS BY THE PALMDALE  
WATER DISTRICT PUBLIC FINANCING AUTHORITY**

WHEREAS, the Board of Directors of the Palmdale Water District (the "Issuer") desires to finance the costs of acquiring certain public facilities and improvements, as provided in Exhibit A attached hereto and incorporated herein (the "Project");

WHEREAS, the Issuer intends to finance the acquisition of the Project or portions of the Project with the proceeds of the sale of obligations by the Palmdale Water District Public Financing Authority the interest upon which is excluded from gross income for federal income tax purposes (the "Obligations"); and

WHEREAS, prior to the issuance of the Obligations the Issuer desires to incur certain expenditures with respect to the Project from available monies of the Issuer which expenditures are desired to be reimbursed by the Issuer from a portion of the proceeds of the sale of the Obligations;

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE PALMDALE WATER DISTRICT DOES HEREBY RESOLVE, ORDER AND DETERMINE AS FOLLOWS:

SECTION 1. The Issuer hereby states its intention and reasonably expects to reimburse Project costs incurred prior to the issuance of the Obligations with proceeds of the Obligations. Exhibit A describes either the general character, type, purpose, and function of the Project, or the fund or account from which Project costs are to be paid and the general functional purpose of the fund or account.

SECTION 2. The reasonably expected maximum principal amount of the Obligations is \$22,000,000.00.

SECTION 3. This resolution is being adopted on or prior to the date (the "Expenditures Date or Dates") that the Issuer will expend monies for the portion of the Project costs to be reimbursed from proceeds of the Obligations.

SECTION 4. Except as described below, the expected date of issue of the Obligations will be within eighteen months of the later of the Expenditure Date or Dates and the date the Project is placed in service; provided, the reimbursement may not be made more than three years after the original expenditure is paid. For Obligations subject to the small issuer exception of Section 148(f)(4)(D) of the Internal Revenue Code, the "eighteen-month limit" of the previous sentence is changed to "three years" and the limitation of the previous sentence beginning with "; provided, . . ." is not applicable.

SECTION 5. Proceeds of the Obligations to be used to reimburse for Project costs are not expected to be used, within one year of reimbursement, directly or indirectly to pay debt service with respect to any obligation (other than to pay current debt service coming due within the next succeeding one year period on any tax-exempt obligation of the Issuer (other than the Obligations)) or to be held as a reasonably required reserve or replacement fund with respect to an obligation of the Issuer or any entity related in any manner to the Issuer, or to reimburse any expenditure that was originally paid with the proceeds of any obligation, or to replace funds that are or will be used in such manner.

SECTION 6. This resolution is consistent with the budgetary and financial circumstances of the Issuer, as of the date hereof. No monies from sources other than the Obligation issue are, or are reasonably expected to be reserved, allocated on a long-term basis, or otherwise set aside by the Issuer (or any related party) pursuant to their budget or financial policies with respect to the Project costs. To the best of our knowledge, this Board of Directors is not aware of the previous adoption of official intents by the Issuer 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 7. The limitations described in Section 3 and Section 4 do not apply to (a) costs of issuance of the Obligations, (b) an amount not in excess of the lesser of \$100,000 or five percent (5%) of the proceeds of the Obligations, or (c) any preliminary expenditures, such as architectural, engineering, surveying, soil testing, and similar costs other than land acquisition, site preparation, and similar costs incident to commencement of construction, not in excess of twenty percent (20%) of the aggregate issue price of the Obligations that finances the Project for which the preliminary expenditures were incurred.

SECTION 8. This resolution is adopted as official action of the Issuer 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 Issuer expenditures incurred prior to the date of issue of the Obligations, is part of the Issuer's official proceedings, and will be available for inspection by the general public at the main administrative office of the Issuer.

SECTION 9. All the recitals in this Resolution are true and correct and this Board of Directors so finds, determines, and represents.

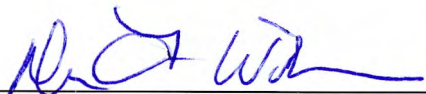
PASSED AND ADOPTED by the Board of Directors of the Palmdale Water District, California, this 13<sup>th</sup> day of November, 2023, by the following vote:

AYES: President Wilson, Directors Kellerman, Dizmang, Mac Laren-Gomez, Dino

NAYS:

ABSENT:

ABSTAIN:

  
\_\_\_\_\_  
Don Wilson, President



ATTEST:

  
\_\_\_\_\_  
Vincent Dino, Secretary

APPROVED AS TO FORM:

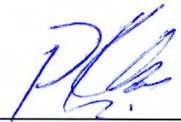
 PANK. LEE  
\_\_\_\_\_  
Aleshire & Wynder, LLP, General Counsel

EXHIBIT A  
DESCRIPTION OF PROJECT

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Primary

1. Pure Water AV Demonstration Facility
2. Property Purchase for Future Well Site
3. Sedimentation Basin

Secondary

4. Pipeline with Velocity Deficiency (516 feet of 20" diameter pipe – 2950 Zone)
5. Pipeline with Velocity Deficiency (231 feet of 24" diameter pipe – 2950 Zone)
6. 6,000 feet of 16" diameter pipe in Fort Tejon Road
7. 1,400 feet of 8" diameter pipe in Camares Drive between Sierra Ancha Drive and Avenue S14
8. 3,000 feet of 8" diameter pipe in Pearblossom Highway
9. 5M Reservoir Rehabilitation
10. 25th Street Tank 1 Rehabilitation
11. 45th Street Tank 2 Rehabilitation
12. Booster Pump at 47th Street
13. Lake Outlet Structure Rehabilitation
14. WTP Filter Valve Replacements