IMPERIAL IRRIGATION DISTRICT

RESOLUTION NO. ________

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE IMPERIAL IRRIGATION DISTRICT MAKING CERTAIN FINDINGS PURSUANT TO SECTION 63041(a) OF THE CALIFORNIA GOVERNMENT CODE

WHEREAS, the Imperial Irrigation District (the “District”) and the Imperial Irrigation District Financing Corporation (the “Corporation”) propose to execute and enter into a 2010 Installment Purchase Contract (the “2010 Installment Purchase Contract”), whereby the Corporation would assist the District by financing the costs of certain water conservation capital improvements (the “2010 Water System Project”) and by selling the 2010 Water System Project to the District; and

WHEREAS, under the 2010 Installment Purchase Contract, the District would make scheduled installment payments (the “2010 Installment Payments”) to the Corporation for the purchase of the 2010 Water System Project from the Corporation as provided therein; and

WHEREAS, the Corporation proposes to assign without recourse to a trustee (the “Trustee”), certain of its rights under the 2010 Installment Purchase Contract (including its right to receive the 2010 Installment Payments due by the District under the 2010 Installment Purchase Contract); and

WHEREAS, in consideration of such assignment and the execution and entering into of a Trust Agreement, by and among the Trustee, the Corporation and the District, the Trustee proposes to execute and deliver the Imperial Irrigation District 2010 Subordinate Revenue Certificates of Participation (2010 Water System Project) (the “Certificates”) in a principal amount equal to the aggregate principal amount of the 2010 Installment Payments, each evidencing and representing a proportionate, undivided interest in the 2010 Installment Payments; and

WHEREAS, the District intends to submit its final Loan Guarantee Application to the California Infrastructure and Economic Development Bank for the purpose of obtaining a loan guarantee securing the payment of interest and principal with respect to the Certificate if certain conditions are met; and

WHEREAS, in connection with the submittal of the final Loan Guarantee Application, the Board of Directors of the District is required to make certain findings by resolution;
NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Imperial Irrigation District, as follows:

Section 1. In accordance with Section 63041(a) of the California Government Code, this Board of Directors hereby finds that:

(1) The project is consistent with the general plan of the county in which the project is located.

(2) The proposed financing is appropriate for the specific project.

(3) The project facilities are effective and efficient use of existing and future public resources so as to promote both economic development and conservation of natural resources. The project develops and enhances public infrastructure in a manner that will attract, create, and sustain long-terms employment opportunities.

(4) The project is consistent with the criteria, priorities, and guidelines for the selection of projects adopted pursuant to Section 63040.

Section 2. This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the Board of Directors of Imperial Irrigation District this ____ day of __________, 2009, by the following vote:

AYES:

NOES:

ABSENT:

__________________________
President of the Board of Directors of Imperial Irrigation District

ATTEST:

__________________________
Secretary of the Board of Directors of Imperial Irrigation District