

**EXHIBIT 3-A**

**RESOLUTION 2013-06**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
MONTEREY PENINSULA WATER MANAGEMENT DISTRICT  
DECLARING THE OFFICIAL INTENT TO REIMBURSE EXPENDITURES  
FROM THE PROCEEDS OF TAX EXEMPT SECURITIES**

**WHEREAS**, the Monterey Peninsula Water Management District (the “District”) desires to contribute funds to finance the construction of facilities described in detail below (collectively the “Project”); and

**WHEREAS**, the District will be expending funds for the financing of the project; and

**WHEREAS**, the District reasonably expects to reimburse such expenditures by authorizing the sale and delivery of Ratepayer Relief Bonds, as described below:

**NOW, THEREFORE**, the Board of Directors of the Monterey Peninsula Water Management District hereby resolves as follows:

1. This Resolution is a declaration of official intent to reimburse expenditures pursuant to Treasury Regulations Section 1.150-2.
2. The District desires to finance a portion of the permitting, design, and construction of the Project consisting of a desalination facility to be designed, built, owned, and operated by the California American Water Company.
3. The District has determined that the Project is a project for the common benefit of the District as a whole.
4. The District reasonably expects to reimburse the expenditures through the sale and delivery of Ratepayer Relief Bonds (the “Debts”), the interest component of which is excludable from gross income under Section 103 of the Internal Revenue Code. The expected maximum principle amount of the Ratepayer Relief Bonds to be issued for the project is \$100,000,000.
5. The reimbursement allocation to be made with respect to the expenditures will occur not later than eighteen (18) months after the later of (i) the date on which the expenditure is made, or (ii) the Project is placed in service, but in no event more than 3 years after the expenditure is paid.
6. This Resolution expresses the District’s expectations as of this date with respect to the financing of the construction and acquisition of the Project. Future events or extraordinary circumstances beyond the control of the District may result in the Project being financed in a manner other than as

described in this Resolution, and nothing contained herein constitutes an irrevocable commitment by the District to issue the Ratepayer Relief Bonds.

On motion of Director \_\_\_\_\_, and second by Director \_\_\_\_\_, the foregoing resolution is duly adopted this \_\_\_ day of \_\_\_\_\_ 2013 by the following votes:

AYES:

NAYS:

ABSENT:

I, David J. Stoldt, Secretary to the Board of Directors of the Monterey Peninsula Water Management District, hereby certify that the foregoing is a resolution duly adopted on the \_\_\_ day of \_\_\_\_\_ 2013

Witness my hand and seal of the Board of Directors this \_\_\_ day of \_\_\_\_\_ 2013.

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David J. Stoldt  
Secretary to the Board

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