

RESOLUTION NO. 2008-69

AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT, AND
AUTHORIZING AND DIRECTING CERTAIN ACTIONS IN CONNECTION WITH THE
REFINANCING OF CERTIFICATES OF PARTICIPATION

WHEREAS, the Plumas Eureka Community Services District (the "District") is a community services district duly organized and existing under and pursuant to the laws of the State of California; and

WHEREAS, the Board of Directors (the "Board") of the District desires to provide for refinancing of Certificates of Participation issued through the California Special Districts Association Finance Corporation (the "1996 Certificates") which was issued for the financing of wastewater system improvements (the "Project"); and

WHEREAS, Brandis Tallman LLC and Municipal Finance Corporation (the "Corporation") has proposed a cost-effective loan refinancing arrangement in an amount not to exceed \$400,000.00 at a 5.25% interest rate;

NOW, THEREFORE, BE IT RESOLVED by the Board of the Plumas Eureka Community Services District as follows:

SECTION 1. Approval of Loan Agreement. The Board hereby approves the borrowing of funds in the principal amount of not to exceed \$400,000.00 pursuant to the Loan Agreement in substantially the form on file with the Secretary of the Board together with any changes therein or additions thereto deemed advisable by the General Manager. The Board hereby authorizes and directs the President of the Board or the General Manager to execute, and the Secretary of the Board to attest to, said form of the Loan Agreement for and in the name of the District.

SECTION 2. Other Actions. The President of the Board, the General Manager or such other person or persons as may have been designated by the President of the Board or the General Manager are each hereby authorized and directed, jointly and severally, to take any and all actions and to execute and deliver any and all documents, agreements and certificates, including refunding instructions, which they may deem necessary or advisable in order to carry out, give effect to and comply with the terms of this Resolution and the Loan Agreement. Such actions are hereby ratified, confirmed and approved.

SECTION 3. Qualified Tax-Exempt Obligations. The Loan Agreement is hereby designated as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The District, together with all subordinate entities of the District, do not reasonably expect to issue during the calendar year in which the Note is issued more than \$10,000,000 of obligations which it could designate as "qualified tax-exempt obligations" under Section 265(b) of the Code.

SECTION 4. Effect. This Resolution shall take effect immediately upon its passage.

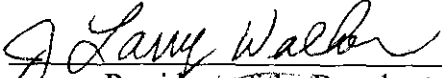
PASSED AND ADOPTED this 12th day of March, 2008, by the following vote:

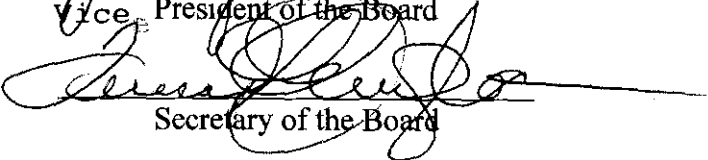
AYES: L. Walker, F. Shepard, R. Machado, V. Wiemeyer

NOES: None

ABSTENTIONS: None

ABSENT: E. Tretten

Approved: 
Vice President of the Board

Attest: 
Secretary of the Board