



Winters City Council Meeting  
City Council Chambers  
318 First Street  
Tuesday, September 4, 2007  
7:30 p.m.  
**AGENDA**

*Members of the City Council*

*Woody Fridae, Mayor  
Mike Martin, Mayor Pro Tempore  
Harold Anderson  
Cecilia Curry  
Tom Stone*

*John W. Donlevy, Jr., City Manager  
John Wallace, City Attorney  
Nanci Mills, City Clerk*

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PLEASE NOTE – The numerical order of items on this agenda is for convenience of reference. Items may be taken out of order upon request of the Mayor or Councilmembers. Public comments time may be limited and speakers will be asked to state their name.

Roll Call

Pledge of Allegiance

Approval of Agenda

**PUBLIC COMMENTS**

At this time, any member of the public may address the City Council on matters, which are not listed on this agenda. Citizens should reserve their comments for matter listed on this agenda at the time the item is considered by the Council. An exception is made for members of the public for whom it would create a hardship to stay until their item is heard. Those individuals may address the item after the public has spoken on issues that are not listed on the agenda. Presentations may be limited to accommodate all speakers within the time available. Public comments may also be continued to later in the meeting should the time allotted for public comment expire.

**CONSENT CALENDAR**

All matters listed under the consent calendar are considered routine and non-controversial, require no discussion and are expected to have unanimous Council support and may be enacted by the City Council in one motion in the form listed below. There will be no separate discussion of these items. However, before the City Council votes on the motion to adopt, members of the City Council, staff, or the public may request that specific items be removed from

the Consent Calendar for separate discussion and action. Items(s) removed will be discussed later in the meeting as time permits.

- A. Minutes of the Regular Meeting of the Winters City Council held on August 21, 2007 (pp 1-5)
- B. Resolution 2007-38, Approving the Application for a Farm and Ranch Solid Waste Cleanup and Abatement Project for Portions of Dry Creek and Putah Creek (pp 6-7)
- C. Resolution 2007-39, A Resolution to Join Workers in Support of Health Care Reform presented by the Sacramento Central Labor Council (pp 8-9)
- D. Approval to purchase replacement for Pump 3 at El Rio Villa Lift Station in the amount of \$13,201.24 (pp 10-15)
- E. Planning Commission Vacancies (3) (pp 16)

### PRESENTATIONS

Introduction of AFS Students

### DISCUSSION ITEMS

- 1. Fiesta to Celebrate Mexico's Independence Day sponsored by the Hispanic Advisory Committee – Funding Request (Under Separate Cover)
- 2. Seed Money for Community Dinner – Requested by Council Member Stone (pp 17)
- 3. Introduce Ordinance 2007-06, Acknowledging the Lack of an Eminent Domain Program for the Winters Community Development Project Area as Required by Senate Bill 53 (pp 18-20)
- 4. Hold a Public Hearing for Resolution 2007-40, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connection with the Issuance of Water Revenue Bonds by the Winters Public Finance Authority; Approving as to Form and Authorizing the Execution and Delivery of an Installment Sale Agreement and Other Documents In Connection with Such Bonds and Authorizing Certain Other Related Matters (pp 21-28)
- 5. Hold A Public Hearing for Resolution 2007-41 A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connection with the Issuance of Sewer Revenue Bonds by the Winters Public Finance Authority; Approving as to Form and Authorizing the Execution and Delivery of an Installment Sale Agreement and Other Documents In Connection with Such Bonds and Authorizing Certain Other Related Matters (pp 29-35)
- 6. Hold a Public Hearing to Re-hear Ordinance 2007-04, an Ordinance Amending Chapter 10.16 of the Municipal Code Pertaining to Stopping, Standing, and Parking (pp 36-39)

7. Solicitation of Input on Second and Third Story Addition at Eagle Drug Building (101 Main Street, APN 003-201-16) (Under Separate Cover)
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COMMUNITY DEVELOPMENT AGENCY

1. Senior Owner Occupied Housing Rehabilitation Program – Informational update report – Approval to proceed on 422 Main Street property (pp 40).
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WINTERS PUBLIC FINANCE AUTHORITY

1. Hold a Public Hearing for Resolution 2007-42, A Resolution of the Winters Public Finance Authority Authorizing the Issuance, Sale and Delivery of its Water Revenue Bonds, Series 2007; Approving as to Form and Authorizing the Execution and Delivery of a Trust Agreement, An Installment Sale Agreement and Other Documents in Connection Therewith; and Authorizing Certain Other Matters (pp 41-48)
  2. Hold a Public Hearing for Resolution 2007-43, A Resolution of the Winters Public Finance Authority Authorizing the Issuance, Sale and Delivery of its Water Revenue Bonds, Series 2007; Approving as to Form and Authorizing the Execution and Delivery of a Trust Agreement, An Installment Sale Agreement and Other Documents in Connection Therewith; and Authorizing Certain Other Matters (pp 49-56)
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CITY MANAGER REPORT

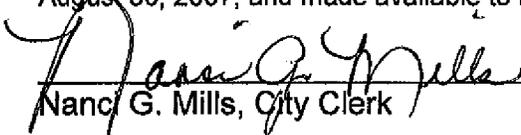
COUNCIL/STAFF COMMENTS

INFORMATION ONLY

EXECUTIVE SESSION

ADJOURNMENT

I declare under penalty of perjury that the foregoing agenda for the September 4, 2007, regular meeting of the Winters City Council was personally delivered to each Councilmember's mail boxes in City Hall and posted on the outside public bulletin board at City Hall, 318 First Street on August 30, 2007, and made available to the public during normal business hours.

  
Nancy G. Mills, City Clerk

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*Staff recommendations are guidelines to the City Council. On any item, the Council may take action, which varies from that recommended by staff.*

*The city does not transcribe its proceedings. Anyone who desires a verbatim record of this meeting should arrange for attendance by a court reporter or for other acceptable means of recordation. Such arrangements will be at the sole expense of the individual requesting the recordation.*

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City Clerk's Office – City Hall – 318 First Street

During Council meetings – Right side as you enter the Council Chambers

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Wednesday at 10:00 a.m.

Videotapes of City Council meetings are available for review at the Winters Branch of the Yolo County Library.



Minutes of the Regular Meeting of the  
Winters City Council  
Held on Tuesday, August 21, 2007

Mayor Fridae called the meeting to order at 7:30 p.m.

Those present were: Council Members Aguiar-Curry, Anderson, Martin, Stone and Mayor Fridae. Also present were City Manager John W. Donlevy, Jr., City Attorney John Wallace, Management Analyst Carol Scianna, Redevelopment and Economic Development Director/Assistant Executive Director-CDA Cas Ellena, and City Clerk Nanci Mills.

Approval of Agenda: No changes were made to the agenda.

**PUBLIC COMMENTS**

Tom O'Neil of ECO Resources, Inc. gave a current update regarding the proposed changes to the Waste Water Treatment Plant. City Manager Donlevy followed up by saying a full, comprehensive update will be brought before the Council sometime in September. In spite of receiving a Cease and Desist Order from the regional board and receiving an administrative complaint, he stated we are in a much better position than we were in March. Numerous upgrades have been initiated and Council has approved a number of major purchases, including 80 h.p. pumps and aerators. He commended ECO staff members Wes Macado and Ron Bell, who have been working diligently to improve the overall service that we receive. He also commended staff employee Carol Scianna, who has taken the lead from the administrative side on overseeing the operations as well as Dawn Van Dyke, who has been processing various reports for us.

**CONSENT CALENDAR**

- A. Minutes of the Regular Meeting of the Winters City Council held on August 7, 2007
- B. Request for Street Closure August 24, 2007 - Earthquake Festival - Chamber of Commerce
- C. Additional Expenditure Authorization - Jackson/McArthur Reconstruction, Roadway Phase Project No. 06-01

City Manager John Donlevy gave an overview. Regarding Item #2, Council Member Stone suggested that future Earthquake Festivals be held on the same

Friday in August, i.e.: fourth Friday, to avoid scheduling confusion. Council Member Curry, who is the Council representative for the Winters Chamber of Commerce, indicated talks have made to possibly move the Earthquake Festival to Saturday, and are also looking to schedule the festival on the same day in August each year, whether it is on a Friday or a Saturday.

City Manager Donlevy confirmed that CDA Item #2 of the August 7, 2007 agenda regarding the building pad for the Rotary Park restrooms was pulled from the agenda and not continued as indicated in the 8/7/07 minutes.

Council Member Stone made a motion to approve the consent calendar with the discussed changes. Seconded by Council Member Anderson. Motion carried unanimously.

**PRESENTATIONS:** None

**DISCUSSION ITEMS:** None

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**COMMUNITY DEVELOPMENT AGENCY**

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**CITY MANAGER REPORT:** Staff has been working diligently on the overall Strategic Planning workshop, and the management staff will be spending the day tomorrow in the conference room at the Center for Land Base Learning, where they will be refining and preparing the first major draft of the Strategic Plan to bring back to Council. A workshop will then be scheduled to include Council Members. He also stated the coldest water and soda can be found at the Earthquake Festival on Friday. City Manager Donlevy also formally introduced Cas Ellena, Redevelopment and Economic Development Director/Assistant Executive Director-CDA. Cas's arrival couldn't have come at a better time. When looking at the quality of our staff and filling key positions, Cas is the perfect person for Winters and for our community to take on some of the biggest projects that have come to Winters in decades.

**COUNCIL/STAFF COMMENTS:** Council Member Aguiar-Curry stated that since receiving the city tax update, it is bothersome that we have gone nowhere (nothing has increased, it has only decreased), and feels it's time to put together a sub-committee with our Economic Development team now that Cas is on board. It is frustrating to receive development project lists at these meetings and it seems that nobody on the Council is taking the lead. It's time for us to step up

and make this move. She stated she had been on the Council for one year; it had been frustrating and she feels the Council has done nothing. She would like to have Council input prior to something becoming an agenda item. She also questioned whether economic elements might be added to the general plan.

City Manager Donlevy confirmed that economic development is one of the elements of the upcoming Strategic Planning workshop.

Council Member Martin indicated two Council Members, himself and Council Member Curry, have been appointed to the Economic Development Committee.

Council Member Aguiar-Curry acknowledged these appointments, but doesn't see it going anywhere. Nobody is taking charge and we're going nowhere. It's time to make ourselves a healthy community.

Council Member Martin indicated things are happening, and once Cas gets on we can pull these things off together.

Mayor Fridae pointed out the general state of the economy at this time is somewhat stagnant. We have a lot of things in play, but even the builders with vested rights are not moving that quickly. They are waiting to see what is happening in the national economy. He agrees that everything needs to be done in order to make Winters look as attractive as possible, and yet there are some things that are beyond our control.

Council Member Aguiar-Curry agreed, but thought this is the opportunity to make some headway where we haven't been able to before. We recently attended the California League of Cities Economic Development seminars, which were very enlightening. There are a lot of resources that we need to tap into and Cas is on board with this. We need to put Economic Development as our #1 strategic plan and we need to take it seriously.

Mayor Fridae asked if this item couldn't be added as a future discussion item so that if it requires some type of council decision, it can be done. City Manager Donlevy confirmed this item will be placed on the September 4<sup>th</sup> agenda.

Council Member Stone doesn't feel like we're unhealthy. We could be doing much better economically, especially near I-505, but due to the landowners reluctance to be the first to sell their property, possibly not getting the best price as being the first one, which is out of our control. What we do have is pretty good. He indicated he was not a "no-growther", and never have been, and wants to get this right the first time. The only way we're going to keep what we have is by not adding anything, and this is preferable to getting it wrong, not that I want to remain stagnant. To improve communication, Council Member Stone suggested that a Council Member be assigned to each project as the liaison so that if anyone has any questions regarding the progress of the project, the liaison

would be the contact. This would not be done to circumvent the Economic Development sub-committee, but to aid with communication and to iron out any wrinkles as they arise.

Council Member Anderson felt that the most paramount thing at the League conference, and where we're deficient, was the lack of planning and goals to be set for how you want your Economic Development to occur and what types of activities you think you would be good at attracting. He felt this was an important element to tie into some kind of plan, whether it is the general plan or economic development plan.

Mayor Fridae requested that Council Member Aguiar-Curry bring back a more formalized presentation of the elements learned at the League of California Cities sessions and the research she has completed.

Council Member Aguiar-Curry agreed to do this. Since the Economic Development workshop was being held tomorrow, she thought it would be an appropriate time for staff to put some ideas together as well.

The Hispanic Advisory Committee will be holding a festival on Sunday, September 16 from 2:30 p.m. to 6:30 p.m. @ the Community Center/Rotary Park/Amphitheatre area and are seeking funding. Mayor Fridae indicated that September 16 is Mexico's Independence Day and is the biggest celebration in Mexico. He asked that this item be placed on the next agenda with the possibility of funding assistance.

Council Member Stone indicated there is a LAFCO meeting scheduled for Thursday, August 23

Mayor Fridae spoke of his appreciation for the passion brought to the Council by Council Member Aguiar-Curry. He stated he knows how important economic development is to her as well as to the entire City. He also asked City Manager Donlevy if he had received a request from the Sierra Club to review our fees for solar insulation. City Manager Donlevy indicated we are in the process of reviewing and finalizing our fees, which are based on valuation. Staff recommends that we bring everything together in one set of fees to be brought before the Council within 60-90 days.

The meeting was adjourned into Executive Session at 8:05 p.m.

**INFORMATION ONLY:** None

**EXECUTIVE SESSION:**

1. Executive Session regarding public employment- Assistant City Attorney

Per Government Code Section 54957

No decision was made regarding the public employment of the Assistant City Attorney.

**ADJOURNMENT**

The meeting was adjourned at 8:21 p.m.

\_\_\_\_\_  
Woody Fridae, MAYOR

**ATTEST:**

\_\_\_\_\_  
Nanci G. Mills, City Clerk



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members

**DATE:** September 4, 2007

**THROUGH:** John W. Donlevy, Jr., City Manager

**FROM:** Dawn Van Dyke-Management Analyst/Grant Writer

**SUBJECT:** Resolution 2007-38 A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WINTERS APPROVING THE APPLICATION FOR A FARM & RANCH SOLID WASTE CLEANUP AND ABATEMENT PROJECT FOR PORTIONS OF DRY CREEK AND PUTAH CREEK

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**RECOMMENDATION:** That the City Council approve Resolution 2007-38. The City proposes to partner with Rich Marovich and SCWA to submit an application through the California Integrated Waste Management Board Farm and Ranch Cleanup grant program in the amount of \$50,000.

**BACKGROUND:** This clean up would be concentrated in Dry Creek, primarily at the confluence of Dry Creek and Putah Creek, and farther up the creek just south of Highway 128, where there is a large concentration of solid waste-concrete, asphalt and trash. Removal of this waste would enable property owners to work on stabilizing the banks, with some re-vegetation planned. Work would be done with cooperation of private property owners, as this funding is for farm and ranch property only.

Rich Marovich would act as project manager. The City of Winters would be the fiscal agent and reporting entity.

**FISCAL IMPACT:**

**CITY OF WINTERS  
RESOLUTION 2007-38**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WINTERS  
APPROVING THE APPLICATION FOR A FARM & RANCH SOLID WASTE  
CLEANUP AND ABATEMENT PROJECT FOR PORTIONS OF DRY CREEK  
AND PUTAH CREEK**

WHEREAS, the people of the State of California have enacted Senate Bill 1330 (Lockyer, Statutes of 1997, Chapter 2.5) which authorizes the California Integrated Waste Management Board (CIWMB) to award Farm & Ranch Solid Waste Cleanup and Abatement (Grants) Grant to eligible applicants to pay for designated costs of cleanup, abatement, or other remedial action related to the disposal of illegal solid waste on farm or ranch property; and

WHEREAS, the CIWMB requires as a condition of application that the applicant authorizes by resolution certain matters prior to the submission of the Grant application;

NOW THEREFORE BE IT RESOLVED that the City Council of the City of Winters hereby:

1. Approves the submission of a Farm & Ranch Solid Waste Cleanup and Abatement Grant application for fiscal year 2007-2008 to the California Integrated Waste Management Board; and
2. Certifies that said applicant has, or will have sufficient funds in addition to funds provided by the grant to complete the project; and

BE IT FURTHER RESOLVED THAT the City Manager, or a designee, is hereby authorized and empowered to execute in the name of the City of Winters, all necessary Farm & Ranch Solid Waste Cleanup and Abatement Grant Documents, including, but not limited to, the application, the Grant Agreement, the Grant Payment Requests and amendments necessary for the purposes of securing grant funds and for the completion of the Grant project.

Approved and adopted this 4th day of September, 2007.

I, the undersigned, hereby certify that the foregoing Resolution Number 2007-38 was duly adopted by the City Council of the City of Winters.

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Woody Fridae, Mayor

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ATTEST: Nanci G. Mills, City Clerk



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members  
**DATE :** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager *JWD*  
**FROM:** Nanci Mills, Director of Administrative Services/City Clerk  
**SUBJECT:** Resolution 2007-39, to Join Workers in Support of Health Care Reform

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**RECOMMENDATION:** To approve Resolution 2007-39, to join workers in support of Health Care Reform. The California Labor Federation, working in conjunction with the AFL-CIO (American Federation of Labor and Congress of Industrial Organizations) of which the Sacramento Central Labor Council is a part of, has drafted Resolution 2007-39 to join workers in support of Health Care Reform.

**BACKGROUND:** The California Labor Federation's stance on health care is demonstrated through their participation in the "It's OUR HealthCare Coalition", which is a diverse, nonpartisan statewide coalition representing over 10 million Californians – more than one quarter of the state's population – have sent a message to the Legislature and Governor that the people of California need affordable health care and we can't afford to wait any longer.

The coalition unveiled two 30-second television ads that have recently hit the airwaves sending the message that talk is cheap, healthcare isn't and that it's not real healthcare unless we can afford to use it. Recent ads in daily newspapers across California urge readers to call elected officials, urging them to act now to make healthcare affordable.

Many jurisdictions throughout the county have signed the resolution in support of Health Care Reform, some of which include Yolo County Supervisor Mariko Yamada, Yolo County Sheriff-Coroner Ed Prieto, Yolo County Board of Education, Davis City Council and the Davis Joint Unified School District.

The people of California, including our children, deserve better.

**FISCAL IMPACT:** Not known at this time.

**City of Winters  
Resolution No. 2007-39**

**A Resolution of the City Council of the City of Winters  
to Join Workers in Support of Health Care Reform**

**Whereas** 6.5 million Californians go without health insurance every year; and

**Whereas** more than 80% of the uninsured are in working families; and

**Whereas** employer-sponsored health insurance in California has declined every year since 2000; and

**Whereas** working California families who do have coverage pay for it directly through increased premiums, co-pays, and deductibles and indirectly through lower wages and fewer benefits; and

**Whereas** medical debt is now the leading cause of personal bankruptcies in the United States; and

**Whereas** Yolo County will spend \$52 million on health care services this budget cycle; and

**Whereas** and the number of counties operating their own health facilities has declined by nearly 75% since 1964; and

**Whereas** state efforts at health reform will have a significant and lasting impact on Yolo County and its residents,

**Therefore be it resolved** that the City of Winters joins the Sacramento Central Labor Council in calling on Governor Schwarzenegger, Assembly Speaker Fabian Núñez, Senate President Pro Tem Don Perata, and the California Legislature to enact meaningful and comprehensive health care reforms this year that will control health care costs, increase health care coverage, and guarantee health care access for all Californians.

Be it further resolved that the City of Winters calls on the Legislature and the Governor to ensure that health insurers, pharmaceutical companies, employers, government, and workers all share the responsibility of financing health reform so that workers are not left alone to continue shouldering the increasing cost of health care.

**PASSED AND ADOPTED** by the City Council of the City of Winters at a meeting duly held on September 4, 2007, by the following vote:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

\_\_\_\_\_  
Woody Fridae, MAYOR

**ATTEST:**

\_\_\_\_\_  
Nanci G. Mills, City Clerk



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members  
**DATE:** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager *JD*  
**FROM:** Carol Scianna, Management Analyst  
**SUBJECT:** Approval to Purchase Replacement for Pump 3 at El Rio Villa Lift Station in the amount of \$13,201.14.

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**RECOMMENDATION:**

A few weeks ago there was a pump problem at El Rio Villa lift station. ECO staff responded to the alarm call and called for service with Eaton Pump. Upon evaluation of Pump 3 it was discovered that the seal had failed and the pump was basically in need of rebuild or replacement, we believe Pump 3 is over 20 years old. We have received two quotes from Eaton for repair or replacement:

Cost for rebuilt 15 hp Paco Pump price--\$14,699.36  
New 15 hp Paco Pump price --\$13,201.24

It is the recommendation of staff, that the City purchase a new 15 HP Paco pump with the projected cost of \$13,201.24 which includes installation.

**BACKGROUND:**

On Saturday July 28, 2007 ECO Resources received a trip overload alarm regarding Pump 3 at El Rio Villa. Pump 3 had apparently failed, which left only Pump 1 to handle the effluent load requirements at the lift station.

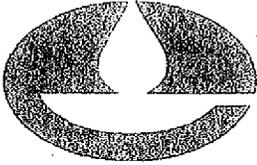
While Eaton and other service personnel were out to evaluate the situation at El Rio Villa it was noted that Pump 1 is pulling too much amperage. This warning could be indicative of several possible problems and Pump 1 should also be pulled and evaluated as soon as possible.

It is further recommended that once pump 3 is replaced that the City authorizes Eaton Pump to pull Pump 1 for evaluation as well. While Eaton and other service personnel were out to evaluate the situation at El Rio Villa it was noted that Pump 1 is pulling too much amperage. This warning could be indicative of several possible problems and

Pump 1 should also be pulled and evaluated as soon as possible.

It is imperative that we have both pumps operating at a reliable level as there is no back up pump available. With only one pump in place the City is in a vulnerable position should the remaining pump should fail, the likelihood of a sewer spill is very high. Our only option at that point would be to get a pumper truck in to handle the effluent load at El Rio Villa until pumps are restored into the wet well. This would be a very costly and dangerous alternative to having both pumps fully operational.

**FISCAL IMPACT:** Replacement Cost is \$13,201.24



## ECO Resources, Inc.

**DATE: 8/21/07**

**TO: Carol Scianna**  
Public works

**FROM: Wesley Mercado**  
ECO, Resources Inc.

**RE: El Rio Villa, Lift Station.**

I have attached two separate quotes that I have received from Eaton Pumps, that present the city of Winters with several different options on what needs to be done at the El Rio Villa lift station. The lift station is currently operating at 50% efficiency. The only option for another lift station failure would be the use of pump trucks.

It is ECO Resources request that the City chose the proper direction, so that we can act as soon as possible.

Pump #1 is currently in operation, however it is starting to draw more amp's than normal. The pump is not tripping the overload switch at the present, but it is showing the begging sings of seal failure.

It is my recommendation that the above pump #1 diagnosis not be over looked, and should be considered for replacement or rebuild as well.

*W. Mercado*

# **EATON PUMPS**

**SALES & SERVICE**

CONTRACTOR'S LICENSE #133783 C57 A C61/D21

10 W. KENTUCKY AVE. • WOODLAND, CA 95695  
(530) 661-6737 • FAX (530) 661-6747

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Wesley  
ECO Resources  
Winters Ca

Aug 21 2007

Dear Wes

Here are the two quotes for the 15 HP lift pump repair at the lift station. The first quote is for a new pump, shipment is 8-10 weeks. The second quote is to rebuild your existing pump with a new impeller, upper and lower seal and new motor, with shipment of 2-3 weeks.

To rebuild your old pump there is more labor involved, and makes it a more expense repair.

If you have any questions please call. Cell No.(530) 908-0716

*Sincerely*  
*Kevin Bottimore*  
*Eaton Pumps*

# EATON PUMPS

**SALES & SERVICE**

CONTRACTOR'S LICENSE #133783 C57 A C61/D21

10 W. KENTUCKY AVE. • WOODLAND, CA 95695  
 (530) 661-6737 • FAX (530) 661-6747

Eaton Pumps Construction and Project Costs					
ECO Resources Winters 15 HP Lift Pump					
<i>New</i>					
Item Number	Description	Amount	Unit Price	Total	
1.)	Construction Materials 15 HP Lift Pump QND Sub Pump	1	\$ 9,090.00	\$ 9,090.00	
Estimated Construction Material Costs (Items 1 through 1)				\$ 9,090.00	
2.)	Labor Install Pump	18	\$ 256.95	\$ 4,111.24	
Estimated Labor Costs (Items 2 through 2)				\$ 4,111.24	
Project Costs (Items 1 through 2)				\$ 13,201.24	

# EATON PUMPS

**SALES & SERVICE**

CONTRACTOR'S LICENSE #133783 C57 A C61/D21  
 10 W. KENTUCKY AVE. • WOODLAND, CA 95695  
 (530) 661-6737 • FAX (530) 661-6747

Eaton Pumps Construction and Project Costs					
ECO Resources Winters      Repair 15 HP Lift Pump Existing					
<i>PACO</i>					
Item Number	Description	Amount	Unit Price	Total	
Construction Materials					
1.)	Impeller Kit	1	\$ 2,376.40	\$	2,376.40
2.)	Outer Seal Kit	1	\$ 234.00	\$	234.00
3.)	Inner Seal Kit	1	\$ 305.50	\$	305.50
4.)	15 HP 1750 RPM Submersible Motor	1	\$ 6,714.50	\$	6,714.50
Estimated Construction Material Costs (Items 1 through 4)				\$	9,630.40
Labor					
5.)	Repair Pump	8	\$ 211.21	\$	1,689.65
6.)	Install Pump	16	\$ 211.21	\$	3,379.30
Estimated Labor Costs (Items 5 through 6)				\$	5,068.96
Project Costs (Items 1 through 6)				\$	14,699.36



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Councilmembers  
**DATE :** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager  
**FROM:** Nanci G. Mills, Director of Administrative Services/City Clerk  
**SUBJECT:** Planning Commission Appointment (3)

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**RECOMMENDATION:**

Staff recommends that the City Council authorize the advertisement for Planning Commission seats due to the expiration of current terms.

**BACKGROUND:**

Effective July 1, 2007, Planning Commission Chairman Don Jordan, and Planning Commissioner Jack Graf completed their four year term, Commissioner Bruce Guelden, completed the remainder of the term when appointed to fill the vacancy left by Commissioner Ed Ross.

The City Clerk's office will place a notice in the Winters Express to be published on September 5<sup>th</sup> and September 12<sup>th</sup> to advise the public of these vacancies.

Following the advertising of the vacancies, Planning Commission Vacancy Selection Committee Members Tom Stone and Woody Fridae will view the applications submitted and contact those selected.

**FISCAL IMPACT:**

None



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members  
**DATE :** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager   
**FROM:** Nanci Mills, Director of Administrative Services/City Clerk  
**SUBJECT:** Seed Money for Winters Community Dinner

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**RECOMMENDATION:** Discuss seed money for the Winters Community Dinner to be held on November 18, 2007, which will benefit many Winters residents.

**BACKGROUND:** Marie Heilman, Community Dinner Chairperson and representative of the Winters Ministerial Association, requested, through Council Member Stone, that this item be placed on the agenda in order to request a donation.

Council Member Stone proposed a donation of \$630, a 5% increase of the 2006 donation.

**FISCAL IMPACT:** \$630



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Councilmembers  
**DATE :** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager   
**FROM:** Steven P. Rudolph, Assistant City Attorney  
**SUBJECT:** Introduce Ordinance Acknowledging the Lack of an Eminent Domain Program for the Winters Community Development Project Area as Required by Senate Bill 53

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**RECOMMENDATION:**

Introduce an ordinance acknowledging the lack of an eminent domain program for the Winters Community Development Project Area as required by Senate Bill 53.

**Background:**

The State Legislature passed Senate Bill (SB) 53 during the last session, which added a new section (Section 33342.7) to the California Health & Safety Code that sets forth new requirements concerning the use of eminent domain for the acquisition of property by redevelopment agencies. Specifically, SB 53 requires redevelopment agencies to adopt an ordinance containing a description of the redevelopment agency's program to acquire real property by eminent domain for each redevelopment plan. This requirement applies to all existing redevelopment plans adopted prior to January 1, 2007, including those that do not authorize the use of eminent domain or whose eminent domain powers have expired, such as for the Winters Community Development Project Area. Once a redevelopment agency's eminent domain program is adopted, either as part of a new plan or in connection with the adopted ordinance required for existing plans, the program may be changed only by amending the redevelopment plan following the normal plan amendment process.

In order to meet the requirements of SB 53, an ordinance has been prepared for the Winters Community Development Project Area (the "Project Area"). The ordinance contains the necessary "description" of the Agency's eminent domain program, which essentially is no program in that the current Redevelopment Plan for the Agency does not provide for the use of eminent domain for the acquisition of real property.

**FISCAL IMPACT:**

None

City of Winters

ORDINANCE NO. 2007-06

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF WINTERS ACKNOWLEDGING THE LACK OF A PROGRAM TO ACQUIRE PROPERTY USING EMINENT DOMAIN WITHIN THE WINTERS COMMUNITY DEVELOPMENT PROJECT AREA BY THE WINTERS COMMUNITY DEVELOPMENT AGENCY**

**WHEREAS**, the Winters Community Development Agency, a public body corporate and politic (the "Agency") is a redevelopment agency duly organized pursuant to Community Redevelopment Law (California Health and Safety Code Section 33000 *et seq.*), and pursuant thereto has responsibility to carry out the Redevelopment Plan for the Winters Community Development Project Area (the "Project Area"); and

**WHEREAS**, the Redevelopment Plan for the Project Area was adopted by the City Council of the City of Winters (the "City Council") by Ordinance No. 92-08 on July 20, 1992 (as subsequently amended by Ordinance No. 94-11 adopted on October 4, 1994, the "Redevelopment Plan"); and

**WHEREAS**, effective January 1, 2007, Senate Bill ("SB") 53 added Section 33342.7 to the Health and Safety Code, pursuant to which legislative bodies that adopted a final redevelopment plan prior to January 1, 2007 are required to adopt an ordinance that describes the redevelopment agency's program to acquire real property by eminent domain; and

**WHEREAS**, SB 53 provides that following adoption of an ordinance describing a redevelopment agency's program to acquire real property by eminent domain, such program may only be modified pursuant to an amendment of the redevelopment plan; and

**WHEREAS**, the Redevelopment Plan originally provided the Agency with the authority to use eminent domain to acquire property in certain limited circumstances following compliance with all requirements of law; and

**WHEREAS**, the Agency's authority to exercise the use eminent domain within the Project Area has expired and the Redevelopment Plan does not currently provide to the Agency the authority to exercise the use of eminent domain to acquire property;

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF WINTERS DOES ORDAIN AS FOLLOWS:**

**SECTION 1.** The following is hereby adopted as the Agency's program to acquire real property by eminent domain within the Winters Community Development Project Area pursuant to Health and Safety Code Section 33342.7:

The Redevelopment Plan for the Winters Community Development Project Area does not authorize the Agency to acquire real property by eminent domain within the Project Area and therefore the Agency currently has no program to acquire real property by eminent domain within the Project Area.

**SECTION 2. Severability**

If any section, subsection, clause, or phrase of this Ordinance is for any reason held invalid, such invalidity shall not affect other provisions or applications of the Ordinance which can be given effect without the invalid provision or

application, and to this end the provisions of this Ordinance are severable. This City Council hereby declares that it would have adopted this Ordinance irrespective of the invalidity of any particular portion thereof and intends that the invalid portions should be severed and the balance of the Ordinance be enforced.

**SECTION 3. California Environmental Quality Act ("CEQA")**

The City Council finds that this Ordinance is not subject to the California Environmental Quality Act ("CEQA") pursuant to Sections 15060(c)(2) (the activity will not result in a direct or reasonably foreseeable indirect physical change in the environment) and 15060(c)(3) (the activity is not a project as defined in Section 15378) of the CEQA Guidelines (Title 14, Chapter 3 of the California Code of Regulations) because it has no potential for resulting in physical change to the environment, either directly or indirectly.

**SECTION 4. Effective Date and Publication**

Within fifteen (15) days from and after adoption, this Ordinance shall be published once in a newspaper of general circulation printed and published in Yolo County and circulated in the City of Winters, in accordance with the Government Code. This Ordinance shall take effect thirty (30) days after its adoption.

INTRODUCED and ordered posted/published this \_\_\_\_ day of August, 2007.

PASSED AND ADOPTED this \_\_\_\_ day of August, 2007, by the following vote:

- AYES: COUNCILMEMBERS
- NOES: COUNCILMEMBERS
- ABSTAIN: COUNCILMEMBERS
- ABSENT: COUNCILMEMBERS

APPROVED:

\_\_\_\_\_  
Woody Fridae, Mayor

ATTEST:

APPROVED AS TO FORM:

\_\_\_\_\_  
Nanci Mills, City Clerk

\_\_\_\_\_  
John C. Wallace, City Attorney



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members

**DATE:** September 4, 2007

**THROUGH:** John W. Donlevy, Jr., City Manager *JWD*

**FROM:** Shelly Gunby, Director of Financial Management *Shelly*

**SUBJECT:** (Proposed) \$4,000,000 Water Revenue Bonds Series 2007 and  
(Proposed) \$4,500,000 Sewer Revenue Bonds Series 2007

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**RECOMMENDATION:**

1. Hold a Public Hearing for the issuance of Water and Sewer Revenue Bonds
2. Adopt Resolution 2007-40, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Water Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters.
3. Adopt Resolution 2007-41, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Sewer Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters

**BACKGROUND:**

The City recently completed master plans for both its water and sewer systems to identify needed capital improvements to maintain each system and improve on-going operations. The improvements identified include the replacement of critical water and sewer lines, the installation of water meters, the implementation of various information systems, and the installation of flow monitoring equipment and a pump for the sewer system. Based on these improvements identified, and the financial position of each system, Staff has determined that it will be advantageous to issue bonds to fund a portion of the needed improvements. Issuing bonds will allow the City to implement the improvements through a concerted capital improvement plan instead of proceeding in a piecemeal fashion. It will also reduce the City's exposure to the cost of construction materials, which have increased steadily in recent years and are expected to continue

to increase. Finally, issuing bonds will also help to minimize the impact to rate payers by spreading the costs of the improvements over a period of time.

The bonds will be issued with fixed interest rates for an anticipated term of 30 years. The financing will include three years of pre-paid interest which will free up revenues from each system to contribute to other projects and/or increase each systems' reserves. The City expects to purchase AAA-rated insurance for the bonds, which would reduce the interest rates paid and lower annual debt service payments. Annual debt service payments are expected to be approximately \$550,000 beginning in Fiscal Year 2011 after the end of the pre-paid interest period. The total size of the bond issue is expected to be approximately \$8 million. The City expects to raise a total of \$6.1 million in proceeds to be used for the projects listed above, with \$2.8 million to be used for the water system and \$3.3 million for the sewer system. Issuance of the bonds will also fund debt service reserves (which enhances the credit of the bond issue), three years of pre-paid interest and cost of issuance, which include bond insurance, legal fees, financial advisory, underwriting and miscellaneous fees.

### General

Being presented are the documents relating to two separate bond issues (together, the "2007 Bonds"). Proceeds of the first issue (the "2007 Water Bonds") will be used to finance the costs relating to capital improvement projects of the water system, and other costs relating to the issuance of such bonds. Proceeds of the second issue (the "2007 Sewer Bonds") will be used to finance costs relating to capital improvement projects of the sewer system, and other costs relating to the issuance of such bonds.

The two issues will have very similar structures. Two basic documents for each issue are the Trust Agreement and the Installment Sale Agreement. Under each Trust Agreement, the Winters Public Finance Authority will issue the applicable 2007 Bonds. Net proceeds from such issue of bonds will be deposited in a Project Fund, to be maintained by The Bank of New York Trust Company, N.A., as trustee (the "Trustee"). The City will draw moneys from the Project Fund, as needed, to pay for the projects. Under the related Installment Sale Agreement, the City will agree to make "Installment Payments" to buy the assets that are being financed with the bond proceeds. (In that connection, to the extent that the City currently has title to any of these assets, the City will convey such title to the Authority on the closing date for the sale-back to the City, as set forth in the Installment Sale Agreement.) The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related bond issue. Under the Installment Sale Agreement, the City will pledge "Net Revenues" of the water system or the sewer system, as applicable, to the payment of the Installment Payments. Generally, "Net Revenues" represent all of the revenues of the applicable system, less the following: customer deposits, connection fees and impact fees, water meter installation fees and operation and maintenance costs.

The 2007 Water Bonds and the 2007 Sewer Bonds will be sold to E. J. De La Rosa & Co., as the underwriter, under two separate Purchase Agreements. At E. J. De La Rosa's recommendation, one Official Statement is being prepared for efficient marketing purposes.

## Summary of Documents

1. Trust Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – The Trust Agreements will set forth terms specific to the related issue of 2007 Bonds, including maturity dates, principal amounts and interest rates, and terms relating to the bond insurance policy, if any. Each Trust Agreement also will contain provisions relating to the general terms of the related issue, the maintenance of certain funds and accounts (including a debt service reserve account), covenants by the Authority and the rights and duties of the Trustee. Under the Trust Agreements, the Authority will pledge “Revenues” to pay debt service on applicable issue of 2007 Bonds. The Revenues will be derived from Installment Payments made by the City under the related Installment Sale Agreement.
2. Installment Sale Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – Under each Installment Sale Agreement, the City will agree to make Installment Payments to buy the assets being financed with the bond proceeds. The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related issue of 2007 Bonds. The City will pledge Net Revenues of the related system to the payment of the Installment Payments. Further, each Installment Sale Agreement will contain applicable rate covenants and set forth conditions under which the City may incur additional debt secured by revenues of the related system.
3. Purchase Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – These agreements will be executed approximately two weeks before the closing of the transactions, after the 2007 Bonds will have been “priced,” *i.e.*, determination of the principal amounts of the 2007 Bonds, the interest rates and the original issue premium or discount. Under these agreements, E.J. De La Rosa & Co., Inc. as the underwriter for the 2007 Bonds, will agree to buy the 2007 Bonds from the Authority on the closing date upon satisfaction of the closing conditions, including the execution and delivery of applicable documents by the Authority and the City.
4. Preliminary Official Statement (one only for both issues) – The Preliminary Official Statement will be distributed by the underwriter to potential investors before the pricing of the 2007 Bonds. The Preliminary Official Statement provides a summary of the proposed terms of the 2007 Bonds, the sources of repayment and certain risks relating to the investment in the 2007 Bonds. As permitted by federal securities laws, some of the terms relating to the 2007 Bonds that will not be determined until the pricing of the 2007 Bonds (such as interest rates and redemption schedule) will appear as blanks or be footnoted as “preliminary, subject to change” in the Preliminary Official Statement. After the pricing, these terms will be inserted and the Preliminary Official Statement will be converted into a final Official Statement for distribution to the buyers of the 2007 Bonds.
5. Continuing Disclosure Agreement (one only for both issues) – Under the continuing

disclosure agreement, the City will agree to provide a copy of its audited financial statements and a report of other information relevant to the security of the 2007 Bonds for filing each year, to make this information available to the investors. The City will also agree to make a disclosure filing if a "material event," such as default on the 2007 Bonds, ever occurs.

These documents are available for review and are on file with the City Clerk

**FISCAL IMPACT:**

The proposed 30 year \$8 million dollars in bonds will be secured solely by the rates of the water and sewer funds, and would not be a general fund debt. The issuance of debt was included in the financial plan prepared in 2005 included in the rate study for both the water and sewer funds.

**ATTACHMENTS:**

Resolution 2007-40

Resolution 2007-41

**RESOLUTION NO. 2007-40**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WINTERS MAKING A FINDING OF PUBLIC BENEFIT IN CONNECTION WITH THE ISSUANCE OF WATER REVENUE BONDS BY THE WINTERS PUBLIC FINANCE AUTHORITY; APPROVING AS TO FORM AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN INSTALLMENT SALE AGREEMENT AND OTHER DOCUMENTS IN CONNECTION WITH SUCH BONDS; AND AUTHORIZING CERTAIN OTHER RELATED MATTERS**

**RECITALS:**

WHEREAS, the Winters Public Finance Authority (the "Authority") is a joint powers authority duly organized and existing under and pursuant to Articles 1 through 4 (commencing with Section 6500), Chapter 5, Division 7, Title 1 of the California Government Code (the "Act") and that certain Joint Exercise of Powers Agreement, dated as of January 7, 2003, by and between the City of Winters (the "City") and the Community Development Agency of the City of Winters, and is authorized pursuant to Article 4 of the Act to issue bonds for the purpose of financing costs relating to public capital improvements of the City; and

WHEREAS, the City operates a waterworks system (such system, including all additions, improvements and extensions thereto, the "Water System"); and

WHEREAS, under the Act, the Authority is authorized to borrow money for the purpose of financing the costs relating to public capital improvements of the City, including facilities of the Water System; and

WHEREAS, the Authority proposes to issue bonds (the "Series 2007 Bonds") pursuant to a Trust Agreement (the "Trust Agreement") in order to assist the City with the financing of certain costs relating to capital improvements of the Water System (the "Projects"), including the acquisition and installation of the following: (i) a portion of the equipment for a new system relating to the control of operating conditions of pump stations, wells and pipe lines, including Supervisory Control and Data Acquisition (SCADA), Geographic Information System (GIS) and Global Positioning System (GPS) components; (ii) infrastructure parts and materials necessary to reroute well water discharge from surface to storm drains; (iii) a portion of the water meters throughout the service area; and (iv) parts and materials for the repair and replacement of various infrastructure components of the Water System; and

WHEREAS, in connection with the issuance of the Series 2007 Bonds, the City and the Authority propose to enter into an Installment Sale Agreement (the "Installment Sale Agreement"), whereby the City will make certain installment payments to be calculated such that such payments will be sufficient to enable the Authority to pay the principal of, and interest and premium (if any) on, such bonds when due; and

WHEREAS, after a duly published notice, this City held a public hearing on this date with respect to the proposed financing under Section 6586.5 of the California Government Code and received evidence concerning the public benefits therefrom; and

WHEREAS, there has been presented to the City Council a Purchase Agreement (the "Purchase Agreement") with E. J. De La Rosa & Co., Inc., as underwriter (the "Underwriter"), pursuant to which the Underwriter will purchase such bonds for reoffering to the public;

NOW, THEREFORE, THE WINTERS PUBLIC FINANCE AUTHORITY DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Recitals. The above recitals, and each of them, are true and correct.

Section 2. Approval of Financing. The City Council hereby finds and determines that the financing of the Projects through the issuance of the Series 2007 Bonds will result in significant public benefits to the constituents of the City in that the issuance of such Bonds by the Authority will result in demonstrable savings in effective interest rate and more efficient delivery of City services to residential and commercial development. The City Council hereby approves the issuance of the Series 2007 Bonds by the Authority.

Section 3. Installment Sale Agreement. The Installment Sale Agreement, proposed to be entered into by and between the City and the Authority, in the form on file with the City Clerk, is hereby approved. The Mayor (or in the Mayor's absence, the Mayor Pro Tem) is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver the Installment Sale Agreement in substantially said form, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof

Section 4. Purchase Agreement. The Purchase Agreement, proposed to be entered into by and among the Authority, the City and the Underwriter, in the form on file with the City Clerk, is hereby approved. Subject to the satisfaction of the parameters set forth in the Authority's resolution approving the issuance of the Series 2007 Bonds, the Mayor (or in the Mayor's absence, the Mayor Pro Tem) is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver the Purchase Agreement in substantially said form, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 5. Preliminary Official Statement. The Preliminary Official Statement relating to the Series 2007 Bonds (the "Preliminary Official Statement"), in the form presented at this meeting and on file with the Authority Secretary, is hereby approved. The Mayor (or in the Mayor's absence, the Mayor Pro Tem) is hereby authorized and directed, for and in the name and on behalf of the Authority, to cause the Preliminary Official Statement in substantially said form, with such additions or changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may approve, to be deemed final for the purposes of Rule 15c2-12 of the Securities and Exchange Act of 1934. The distribution by the Underwriter of copies of the Preliminary Official Statement to potential purchasers of the Series 2007 Bonds is hereby approved.

Section 6. Official Statement. The Mayor (or in the Mayor's absence, the Mayor Pro Tem), acting singly, is hereby authorized and directed, for and in the name and on behalf of the City, to cause the Preliminary Official Statement to be brought into the form of a final Official Statement (the "Official Statement"), and to execute the same for and in the name and on behalf of the City, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The distribution and use of the Official Statement by the Underwriter in connection with the sale of the Series 2007 Bonds are hereby approved.

Section 7. Continuing Disclosure Agreement. The Continuing Disclosure Agreement (the "Continuing Disclosure Agreement"), proposed to be entered into by and between the City and Urban Futures, Inc., as dissemination agent, in the form on file with the City Clerk, is hereby approved. The Mayor (or in the Mayor's absence, the Mayor Pro Tem) is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver the Continuing Disclosure Agreement in substantially said form, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 8. Other Acts. The Mayor, the Mayor Pro Tem, the Director of Financial Management and all other officers of the City are hereby authorized and directed, jointly and severally, to do any and all things, to execute and deliver any and all documents that they may deem necessary or advisable in order to assist the Authority with the sale, issuance and delivery of the Series 2007 Bonds (including, but not limited to the obtaining of bond insurance or other types of credit enhancement for the Series 2007 Bonds), or otherwise to effectuate the purposes of this Resolution, the Installment Sale Agreement, the Purchase Agreement, the Official Statement and the Continuing Disclosure Agreement and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 9. Effective Date. This Resolution shall take effect immediately upon adoption.

**PASSED AND ADOPTED** by the City Council of the City of Winters at a meeting duly held on September 4, 2007, by the following vote:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

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Mayor

**ATTEST:**

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City Clerk



**CITY COUNCIL  
STAFF REPORT**

**TO:** Honorable Mayor and Council Members  
**DATE:** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager *JWD*  
**FROM:** Shelly Gunby, Director of Financial Management *Shelly*  
**SUBJECT:** (Proposed) \$4,000,000 Water Revenue Bonds Series 2007 and  
(Proposed) \$4,500,000 Sewer Revenue Bonds Series 2007

---

**RECOMMENDATION:**

1. Hold a Public Hearing for the issuance of Water and Sewer Revenue Bonds
2. Adopt Resolution 2007-40, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Water Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters.
3. Adopt Resolution 2007-41, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Sewer Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters

**BACKGROUND:**

The City recently completed master plans for both its water and sewer systems to identify needed capital improvements to maintain each system and improve on-going operations. The improvements identified include the replacement of critical water and sewer lines, the installation of water meters, the implementation of various information systems, and the installation of flow monitoring equipment and a pump for the sewer system. Based on these improvements identified, and the financial position of each system, Staff has determined that it will be advantageous to issue bonds to fund a portion of the needed improvements. Issuing bonds will allow the City to implement the improvements through a concerted capital improvement plan instead of proceeding in a piecemeal fashion. It will also reduce the City's exposure to the cost of construction materials, which have increased steadily in recent years and are expected to continue

to increase. Finally, issuing bonds will also help to minimize the impact to rate payers by spreading the costs of the improvements over a period of time.

The bonds will be issued with fixed interest rates for an anticipated term of 30 years. The financing will include three years of pre-paid interest which will free up revenues from each system to contribute to other projects and/or increase each systems' reserves. The City expects to purchase AAA-rated insurance for the bonds, which would reduce the interest rates paid and lower annual debt service payments. Annual debt service payments are expected to be approximately \$550,000 beginning in Fiscal Year 2011 after the end of the pre-paid interest period. The total size of the bond issue is expected to be approximately \$8 million. The City expects to raise a total of \$6.1 million in proceeds to be used for the projects listed above, with \$2.8 million to be used for the water system and \$3.3 million for the sewer system. Issuance of the bonds will also fund debt service reserves (which enhances the credit of the bond issue), three years of pre-paid interest and cost of issuance, which include bond insurance, legal fees, financial advisory, underwriting and miscellaneous fees.

### General

Being presented are the documents relating to two separate bond issues (together, the "2007 Bonds"). Proceeds of the first issue (the "2007 Water Bonds") will be used to finance the costs relating to capital improvement projects of the water system, and other costs relating to the issuance of such bonds. Proceeds of the second issue (the "2007 Sewer Bonds") will be used to finance costs relating to capital improvement projects of the sewer system, and other costs relating to the issuance of such bonds.

The two issues will have very similar structures. Two basic documents for each issue are the Trust Agreement and the Installment Sale Agreement. Under each Trust Agreement, the Winters Public Finance Authority will issue the applicable 2007 Bonds. Net proceeds from such issue of bonds will be deposited in a Project Fund, to be maintained by The Bank of New York Trust Company, N.A., as trustee (the "Trustee"). The City will draw moneys from the Project Fund, as needed, to pay for the projects. Under the related Installment Sale Agreement, the City will agree to make "Installment Payments" to buy the assets that are being financed with the bond proceeds. (In that connection, to the extent that the City currently has title to any of these assets, the City will convey such title to the Authority on the closing date for the sale-back to the City, as set forth in the Installment Sale Agreement.) The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related bond issue. Under the Installment Sale Agreement, the City will pledge "Net Revenues" of the water system or the sewer system, as applicable, to the payment of the Installment Payments. Generally, "Net Revenues" represent all of the revenues of the applicable system, less the following: customer deposits, connection fees and impact fees, water meter installation fees and operation and maintenance costs.

The 2007 Water Bonds and the 2007 Sewer Bonds will be sold to E. J. De La Rosa & Co., as the underwriter, under two separate Purchase Agreements. At E. J. De La Rosa's recommendation, one Official Statement is being prepared for efficient marketing purposes.

## Summary of Documents

1. Trust Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – The Trust Agreements will set forth terms specific to the related issue of 2007 Bonds, including maturity dates, principal amounts and interest rates, and terms relating to the bond insurance policy, if any. Each Trust Agreement also will contain provisions relating to the general terms of the related issue, the maintenance of certain funds and accounts (including a debt service reserve account), covenants by the Authority and the rights and duties of the Trustee. Under the Trust Agreements, the Authority will pledge “Revenues” to pay debt service on applicable issue of 2007 Bonds. The Revenues will be derived from Installment Payments made by the City under the related Installment Sale Agreement.
2. Installment Sale Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – Under each Installment Sale Agreement, the City will agree to make Installment Payments to buy the assets being financed with the bond proceeds. The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related issue of 2007 Bonds. The City will pledge Net Revenues of the related system to the payment of the Installment Payments. Further, each Installment Sale Agreement will contain applicable rate covenants and set forth conditions under which the City may incur additional debt secured by revenues of the related system.
3. Purchase Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – These agreements will be executed approximately two weeks before the closing of the transactions, after the 2007 Bonds will have been “priced,” *i.e.*, determination of the principal amounts of the 2007 Bonds, the interest rates and the original issue premium or discount. Under these agreements, E.J. De La Rosa & Co., Inc. as the underwriter for the 2007 Bonds, will agree to buy the 2007 Bonds from the Authority on the closing date upon satisfaction of the closing conditions, including the execution and delivery of applicable documents by the Authority and the City.
4. Preliminary Official Statement (one only for both issues) – The Preliminary Official Statement will be distributed by the underwriter to potential investors before the pricing of the 2007 Bonds. The Preliminary Official Statement provides a summary of the proposed terms of the 2007 Bonds, the sources of repayment and certain risks relating to the investment in the 2007 Bonds. As permitted by federal securities laws, some of the terms relating to the 2007 Bonds that will not be determined until the pricing of the 2007 Bonds (such as interest rates and redemption schedule) will appear as blanks or be footnoted as “preliminary, subject to change” in the Preliminary Official Statement. After the pricing, these terms will be inserted and the Preliminary Official Statement will be converted into a final Official Statement for distribution to the buyers of the 2007 Bonds.
5. Continuing Disclosure Agreement (one only for both issues) – Under the continuing

disclosure agreement, the City will agree to provide a copy of its audited financial statements and a report of other information relevant to the security of the 2007 Bonds for filing each year, to make this information available to the investors. The City will also agree to make a disclosure filing if a "material event," such as default on the 2007 Bonds, ever occurs.

These documents are available for review and are on file with the City Clerk

**FISCAL IMPACT:**

The proposed 30 year \$8 million dollars in bonds will be secured solely by the rates of the water and sewer funds, and would not be a general fund debt. The issuance of debt was included in the financial plan prepared in 2005 included in the rate study for both the water and sewer funds.

**ATTACHMENTS:**

Resolution 2007-40

Resolution 2007-41

**RESOLUTION NO. 2007-41**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WINTERS  
MAKING A FINDING OF PUBLIC BENEFIT IN CONNECTION WITH  
THE ISSUANCE OF SEWER REVENUE BONDS BY THE WINTERS  
PUBLIC FINANCE AUTHORITY; APPROVING AS TO FORM AND  
AUTHORIZING THE EXECUTION AND DELIVERY OF AN  
INSTALLMENT SALE AGREEMENT AND OTHER DOCUMENTS IN  
CONNECTION WITH SUCH BONDS; AND AUTHORIZING CERTAIN  
OTHER RELATED MATTERS**

**RECITALS:**

WHEREAS, the Winters Public Finance Authority (the "Authority") is a joint powers authority duly organized and existing under and pursuant to Articles 1 through 4 (commencing with Section 6500), Chapter 5, Division 7, Title 1 of the California Government Code (the "Act") and that certain Joint Exercise of Powers Agreement, dated as of January 7, 2003, by and between the City of Winters (the "City") and the Community Development Agency of the City of Winters, and is authorized pursuant to Article 4 of the Act to issue bonds for the purpose of financing costs relating to public capital improvements of the City; and

WHEREAS, the City operates a wastewater and sewer system (such system, including all additions, improvements and extensions thereto, the "Sewer System"); and

WHEREAS, under the Act, the Authority is authorized to borrow money for the purpose of financing the costs relating to public capital improvements of the City, including facilities of the Sewer System; and

WHEREAS, the Authority proposes to issue bonds (the "Series 2007 Bonds") pursuant to a Trust Agreement (the "Trust Agreement") in order to assist the City with the financing of certain costs relating to capital improvements of the Sewer System (the "Projects"), including: (i) the acquisition and installation of equipment for the Sewer System's flow monitoring program; (ii) the acquisition and installation of replacement pump and water level sensor for the El Rio Villa Pump Station; (iii) the acquisition and installation of a portion of the equipment for a new system relating to the control of operating conditions of pump stations, wells and pipe lines, including Supervisory Control and Data Acquisition (SCADA), Geographic Information System (GIS) and Global Positioning System (GPS) components; (iv) the commission of a feasibility study regarding upgrades to the wastewater treatment facilities (from primary to secondary or tertiary treatment); and (v) the acquisition and installation of parts and materials for the repair and replacement for various infrastructure components of the Sewer System; and

WHEREAS, in connection with the issuance of the Series 2007 Bonds, the City and the Authority propose to enter into an Installment Sale Agreement (the "Installment Sale Agreement"), whereby the City will make certain installment payments to be calculated such that such payments will be sufficient to enable the Authority to pay the principal of, and interest and premium (if any) on, such bonds when due; and

Section 6. Official Statement. The Mayor (or in the Mayor's absence, the Mayor Pro Tem), acting singly, is hereby authorized and directed, for and in the name and on behalf of the City, to cause the Preliminary Official Statement to be brought into the form of a final Official Statement (the "Official Statement"), and to execute the same for and in the name and on behalf of the City, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The distribution and use of the Official Statement by the Underwriter in connection with the sale of the Series 2007 Bonds are hereby approved.

Section 7. Continuing Disclosure Agreement. The Continuing Disclosure Agreement (the "Continuing Disclosure Agreement"), proposed to be entered into by and between the City and Urban Futures, Inc., as dissemination agent, in the form on file with the City Clerk, is hereby approved. The Mayor (or in the Mayor's absence, the Mayor Pro Tem) is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver the Continuing Disclosure Agreement in substantially said form, with such changes therein as the Mayor (or the Mayor Pro Tem, as the case may be) may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 8. Other Acts. The Mayor, the Mayor Pro Tem, the Director of Financial Management and all other officers of the City are hereby authorized and directed, jointly and severally, to do any and all things, to execute and deliver any and all documents that they may deem necessary or advisable in order to assist the Authority with the sale, issuance and delivery of the Series 2007 Bonds (including, but not limited to the obtaining of bond insurance or other types of credit enhancement for the Series 2007 Bonds), or otherwise to effectuate the purposes of this Resolution, the Installment Sale Agreement, the Purchase Agreement, the Official Statement and the Continuing Disclosure Agreement and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 9. Effective Date. This Resolution shall take effect immediately upon adoption.

**PASSED AND ADOPTED** by the City Council of the City of Winters at a meeting duly held on September 4, 2007, by the following vote:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

\_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk

**JOHN C. WALLACE**

ATTORNEY AT LAW  
312A RAILROAD AVENUE  
P. O. Box 578  
WINTERS, CA 95694

CA State Bar #63121  
PHONE (530) 795-4171  
FAX (530) 795-3578

**MEMORANDUM**

Date: August 29, 2007

To: Winters City Council

FROM: John C. Wallace,  
City Attorney

RE: Parking Ordinance/Rehearing

This ordinance is again before the City Council for public hearing prior to final adoption. The reason is that we missed publication of the notice of hearing. Council is to conduct the public hearing and make a decision on the ordinance. Please call if you have questions.

JCW/j  
Enc.

ORDINANCE NO. 2007-04

AN ORDINANCE OF THE CITY OF WINTERS  
AMENDING CHAPTER 10.16 OF THE MUNICIPAL CODE  
PERTAINING TO STOPPING, STANDING, AND PARKING

Staff Report -  
John W.

The City Council of the City of Winters does ordain as follows:

**SECTION 1:** Section 10.16.010 of the Municipal Code of the City of Winters is hereby amended to read as follows:

**Section 10.16.010 Application of Regulations**

A. The provisions of this chapter prohibiting the stopping, standing or parking of a vehicle shall apply at all times or at those times specified in this Chapter, except when it is necessary to stop a vehicle to avoid conflict with other traffic or in compliance with the directions of a police officer or official traffic control device.

B. The provisions of this Chapter imposing a time limit on standing or parking shall not relieve any person from the duty to observe other and more restrictive provisions of the Vehicle Code or this code of this city prohibiting or limiting the standing or parking of vehicles in specified places or at specified times.

C. For purposes of this Chapter:

"Vehicle" means any device used for the transportation of persons or property as defined in section 670 of the California Vehicle Code.

"Unattached trailer" means a vehicle that is not self-propelled, was originally designed for carrying persons or property, including boats, and for being drawn by a motorized vehicle, and is not attached to a motorized vehicle that is capable of immediately propelling and towing such unattached trailer.

"Recreational vehicle" means any vehicle, whether self-propelled or drawn by another motorized vehicle, which was originally designed or permanently altered, and equipped or used for human habitation. The term "recreational vehicle" includes, but is not limited to, motor homes, travel trailers, 5<sup>th</sup>-wheel trailers, campers, and tent trailers. The term "habitation" means the use of a vehicle for temporary or permanent living quarters.

**SECTION 2:** Section 10.16.050 of the Municipal Code of the City of Winters is hereby amended to read as follows:

**Section 10.16.050 Use of streets for storage of vehicles prohibited**

No person who owns or has possession, custody or control of any vehicle or recreational vehicle shall park such vehicle or recreational vehicle upon any street or alley for more than a consecutive seventy-two (72) hour period.

No person who owns or has possession, custody or control of an unattached trailer shall leave standing any unattached trailer upon any street or alley within the City.

For purposes of this Chapter, a vehicle or recreational vehicle shall be deemed to be parked in violation of this section when it has not moved at least one thousand (1,000) feet within a consecutive seventy-two (72) hour period.

Any vehicle, recreational vehicle or unattached trailer parked in violation of this Chapter may be removed by the Chief of Police, or his/her designee, in accordance with Sections 22651 and 22669 of the California Vehicle Code.

**SECTION 3:** Section 10.16.055 is added to Chapter 10.16 of the Municipal Code of the City of Winters to read as follows:

**10.16.055 Habitation of Vehicles on Streets**

It shall be unlawful for any person who owns or has possession, custody or control of any vehicle, recreational vehicle or unattached trailer, to use or allow the use of such vehicle for human habitation or occupancy. The term "habitation" means the use of a vehicle for temporary or permanent living quarters.

**SECTION 4:** Section 10.16.270 is added to Chapter 10.16 of the Municipal Code of the City of Winters to read as follows:

**10.16.270 Exemptions, Issuance of Permits**

Notwithstanding sections 10.16.050 and 10.16.055, the Chief of Police, or his/her designee, may issue permits for the temporary stopping, parking, standing or habitation of vehicles, recreational vehicles or unattached trailers on a street or alley, subject to the following conditions:

A. A permit for the temporary stopping, parking or standing of vehicles shall be for up to a maximum of thirty-six (36) total days per calendar year for each vehicle. A permit for the temporary habitation or occupancy of a vehicle shall be for up to a maximum of fourteen (14) total days per calendar year for each vehicle, however, each habitation or occupancy period shall not exceed one hundred and twenty (120) consecutive hours. Each habitation or occupancy period must be separated by at least ten (10) days.

B. A permit for stopping, standing or parking of a vehicle may only be issued to the property owner of a single family residence.

C. No more than one (1) permit may be issued to a property owner at any given time.

D. A permit shall restrict the stopping, parking or standing of a vehicle, recreational vehicle or unattached trailer to that portion of the street or alley immediately in front of and abutting the property upon which the single family residence is located.

E. A permit shall be immediately revocable if the vehicle, recreational vehicle or unattached trailer poses a safety concern, in the sole and absolute discretion of the Chief of Police.

F. The Chief of Police, or his/her designee, may impose any additional conditions that he/she deems necessary to protect the health, safety and general welfare of the community.

Appeals regarding the issuance of permit by any interested person may be made to the City Manager within ten (10) days of issuance. The decision of the City Manager regarding any appeals shall be final.

The City Council may by resolution establish fees for the issuance of permits authorized by this Section.

**SECTION 5. Severability.**

If any section, subsection, sentence, clause or phrase of this Ordinance is for any reason held to be invalid or unconstitutional by a decision of any court of competent jurisdiction or preempted by state legislation, such decision or legislation shall not affect the validity of the remaining portions of this Ordinance. The City Council of the City of Winters hereby declares that it would have passed this Ordinance and each section, subsection, sentence, clause or phrase not declared invalid or unconstitutional without regard to any such decision or preemptive legislation.

**SECTION 6. Effective Date.**

This ordinance shall be in full force and effective 30 days after its adoption and shall be published and posted as required by law.

The foregoing ordinance was introduced at a regular meeting of the City Council of the City of Winters, California, held on May 15, 2007, and was passed and adopted at a regular meeting of the City Council held on June 5, 2007 by the following vote:

AYES: Council Members Aguiar-Curry, Anderson, Martin, Stone and Mayor Fridae

NOES: None

ABSENT: None

ABSTAIN: None

\_\_\_\_\_  
Woody Fridae, Mayor

ATTEST:

\_\_\_\_\_  
Nanci G. Mills, City Clerk



**COMMUNITY DEVELOPMENT AGENCY  
STAFF REPORT**

**TO:** Honorable Chair and Members of the Board  
**DATE:** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., City Manager *JWD*  
**FROM:** Dan Maguire, Housing Programs Manager *DM*  
**SUBJECT:** Senior Housing Rehabilitation Program

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**RECOMMENDATION:**

That the Community Development Agency Board of Directors receives the report on approval of the pilot application for a loan in the amount of \$20,000 from the CDA to Winters resident Mary Jean Vaughan for improvements to her property at 422 Main Street.

**BACKGROUND:**

At the June 6, 2006 City Council meeting the Council adopted Resolution No 2006-25 to approve the Senior Owner-Occupied Housing Rehabilitation program. On that date, the Community Development Agency Board Members adopted Resolution No. 2006-03 for the same purpose.

The primary goal of the program is to help seniors with critical home repairs, with the program intended to increase, improve and preserve housing available to low- and moderate-income families. The primary objective is to provide decent, safe, and sanitary housing for low- and moderate-income residents through the correction of actual or potential health and safety problems in existing programs.

The Senior Housing Rehabilitation Review Committee has approved the program application and staff is authorized to proceed with the improvements. The scope of work approved includes electrical work to upgrade the electrical service panel and to replace existing knob and tube wiring with romex wiring so the wiring can be encapsulated (covered with insulation). Additional improvements under the scope of work include a new HVAC system and new ductwork, insulation, and dual pane windows (as budget allows).

**FISCAL IMPACT:**

None by this action



**Winters Public Finance Authority  
STAFF REPORT**

**TO:** Chairman and Authority Board Members  
**DATE:** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., Executive Director *John W. Donlevy, Jr.*  
**FROM:** Shelly Gunby, Director of Financial Management *Shelly Gunby*  
**SUBJECT:** (Proposed) \$4,000,000 Water Revenue Bonds Series 2007 and  
(Proposed) \$4,500,000 Sewer Revenue Bonds Series 2007

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**RECOMMENDATION:**

1. Hold a Public Hearing for the issuance of Water and Sewer Revenue Bonds
2. Adopt Resolution 2007-42, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Water Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters.
3. Adopt Resolution 2007-43, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Sewer Revenue Bonds by the Winters Public Finance Authority; Approving As to Forma and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters

**BACKGROUND:**

The City recently completed master plans for both its water and sewer systems to identify needed capital improvements to maintain each system and improve on-going operations. The improvements identified include the replacement of critical water and sewer lines, the installation of water meters, the implementation of various information systems, and the installation of flow monitoring equipment and a pump for the sewer system. Based on these improvements identified, and the financial position of each system, Staff has determined that it will be advantageous to issue bonds to fund a portion of the needed improvements. Issuing bonds will allow the City to implement the improvements through a concerted capital improvement plan instead of proceeding in a piecemeal fashion. It will also reduce the City's exposure to the cost of construction materials, which have increased steadily in recent years and are expected to continue

to increase. Finally, issuing bonds will also help to minimize the impact to rate payers by spreading the costs of the improvements over a period of time.

The bonds will be issued with fixed interest rates for an anticipated term of 30 years. The financing will include three years of pre-paid interest which will free up revenues from each system to contribute to other projects and/or increase each systems' reserves. The City expects to purchase AAA-rated insurance for the bonds, which would reduce the interest rates paid and lower annual debt service payments. Annual debt service payments are expected to be approximately \$550,000 beginning in Fiscal Year 2011 after the end of the pre-paid interest period. The total size of the bond issue is expected to be approximately \$8 million. The City expects to raise a total of \$6.1 million in proceeds to be used for the projects listed above, with \$2.8 million to be used for the water system and \$3.3 million for the sewer system. Issuance of the bonds will also fund debt service reserves (which enhances the credit of the bond issue), three years of pre-paid interest and cost of issuance, which include bond insurance, legal fees, financial advisory, underwriting and miscellaneous fees.

### General

Being presented are the documents relating to two separate bond issues (together, the "2007 Bonds"). Proceeds of the first issue (the "2007 Water Bonds") will be used to finance the costs relating to capital improvement projects of the water system, and other costs relating to the issuance of such bonds. Proceeds of the second issue (the "2007 Sewer Bonds") will be used to finance costs relating to capital improvement projects of the sewer system, and other costs relating to the issuance of such bonds.

The two issues will have very similar structures. Two basic documents for each issue are the Trust Agreement and the Installment Sale Agreement. Under each Trust Agreement, the Winters Public Finance Authority will issue the applicable 2007 Bonds. Net proceeds from such issue of bonds will be deposited in a Project Fund, to be maintained by The Bank of New York Trust Company, N.A., as trustee (the "Trustee"). The City will draw moneys from the Project Fund, as needed, to pay for the projects. Under the related Installment Sale Agreement, the City will agree to make "Installment Payments" to buy the assets that are being financed with the bond proceeds. (In that connection, to the extent that the City currently has title to any of these assets, the City will convey such title to the Authority on the closing date for the sale-back to the City, as set forth in the Installment Sale Agreement.) The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related bond issue. Under the Installment Sale Agreement, the City will pledge "Net Revenues" of the water system or the sewer system, as applicable, to the payment of the Installment Payments. Generally, "Net Revenues" represent all of the revenues of the applicable system, less the following: customer deposits, connection fees and impact fees, water meter installation fees and operation and maintenance costs.

The 2007 Water Bonds and the 2007 Sewer Bonds will be sold to E. J. De La Rosa & Co., as the underwriter, under two separate Purchase Agreements. At E. J. De La Rosa's recommendation, one Official Statement is being prepared for efficient marketing purposes.

## Summary of Documents

1. Trust Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – The Trust Agreements will set forth terms specific to the related issue of 2007 Bonds, including maturity dates, principal amounts and interest rates, and terms relating to the bond insurance policy, if any. Each Trust Agreement also will contain provisions relating to the general terms of the related issue, the maintenance of certain funds and accounts (including a debt service reserve account), covenants by the Authority and the rights and duties of the Trustee. Under the Trust Agreements, the Authority will pledge “Revenues” to pay debt service on applicable issue of 2007 Bonds. The Revenues will be derived from Installment Payments made by the City under the related Installment Sale Agreement.
2. Installment Sale Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – Under each Installment Sale Agreement, the City will agree to make Installment Payments to buy the assets being financed with the bond proceeds. The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related issue of 2007 Bonds. The City will pledge Net Revenues of the related system to the payment of the Installment Payments. Further, each Installment Sale Agreement will contain applicable rate covenants and set forth conditions under which the City may incur additional debt secured by revenues of the related system.
3. Purchase Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – These agreements will be executed approximately two weeks before the closing of the transactions, after the 2007 Bonds will have been “priced,” *i.e.*, determination of the principal amounts of the 2007 Bonds, the interest rates and the original issue premium or discount. Under these agreements, E.J. De La Rosa & Co., Inc. as the underwriter for the 2007 Bonds, will agree to buy the 2007 Bonds from the Authority on the closing date upon satisfaction of the closing conditions, including the execution and delivery of applicable documents by the Authority and the City.
4. Preliminary Official Statement (one only for both issues) – The Preliminary Official Statement will be distributed by the underwriter to potential investors before the pricing of the 2007 Bonds. The Preliminary Official Statement provides a summary of the proposed terms of the 2007 Bonds, the sources of repayment and certain risks relating to the investment in the 2007 Bonds. As permitted by federal securities laws, some of the terms relating to the 2007 Bonds that will not be determined until the pricing of the 2007 Bonds (such as interest rates and redemption schedule) will appear as blanks or be footnoted as “preliminary, subject to change” in the Preliminary Official Statement. After the pricing, these terms will be inserted and the Preliminary Official Statement will be converted into a final Official Statement for distribution to the buyers of the 2007 Bonds.
5. Continuing Disclosure Agreement (one only for both issues) – Under the continuing

disclosure agreement, the City will agree to provide a copy of its audited financial statements and a report of other information relevant to the security of the 2007 Bonds for filing each year, to make this information available to the investors. The City will also agree to make a disclosure filing if a "material event," such as default on the 2007 Bonds, ever occurs.

These documents are available for review and are on file with the City Clerk

**FISCAL IMPACT:**

The proposed 30 year \$8 million dollars in bonds will be secured solely by the rates of the water and sewer funds, and would not be a general fund debt. The issuance of debt was included in the financial plan prepared in 2005 included in the rate study for both the water and sewer funds.

**ATTACHMENTS:**

Resolution 2007-42

Resolution 2007-43

**RESOLUTION NO. 2007-42**

**A RESOLUTION OF THE WINTERS PUBLIC FINANCE AUTHORITY AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF ITS WATER REVENUE BONDS, SERIES 2007; APPROVING AS TO FORM AND AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST AGREEMENT, AN INSTALLMENT SALE AGREEMENT AND OTHER DOCUMENTS IN CONNECTION THEREWITH; AND AUTHORIZING CERTAIN OTHER RELATED MATTERS**

**RECITALS:**

WHEREAS, the Winters Public Finance Authority (the "Authority") is a joint powers authority duly organized and existing under and pursuant to Articles 1 through 4 (commencing with Section 6500), Chapter 5, Division 7, Title 1 of the California Government Code (the "Act") and that certain Joint Exercise of Powers Agreement, dated as of January 7, 2003, by and between the City of Winters (the "City") and the Community Development Agency of the City of Winters, and is authorized pursuant to Article 4 of the Act to issue bonds for the purpose of financing costs relating to public capital improvements of the City; and

WHEREAS, the City operates a waterworks system (such system, including all additions, improvements and extensions thereto, the "Water System"); and

WHEREAS, under the Act, the Authority is authorized to borrow money for the purpose of financing the costs relating to public capital improvements of the City, including facilities of the Water System; and

WHEREAS, the Authority desires to assist the City with the financing of certain costs relating to capital improvements of the Water System by issuing bonds (the "Series 2007 Bonds") pursuant to a Trust Agreement (the "Trust Agreement"); and

WHEREAS, in connection with the issuance of the Series 2007 Bonds, the City and the Authority propose to enter into an Installment Sale Agreement (the "Installment Sale Agreement"), whereby the City will make certain installment payments to be calculated such that such payments will be sufficient to enable the Authority to pay the principal of, and interest and premium (if any) on, such bonds when due; and

WHEREAS, the City Council of the City has made a finding, after a duly noticed public hearing held under Section 6586.5 of the California Government Code, that the issuance of the Series 2007 Bonds will result in significant public benefit; and

WHEREAS, there has been presented to the Authority a Purchase Agreement (the "Purchase Agreement") with E. J. De La Rosa & Co., Inc., as underwriter (the "Underwriter"), pursuant to which the Underwriter will purchase such bonds for reoffering to the public;

NOW, THEREFORE, THE WINTERS PUBLIC FINANCE AUTHORITY DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Recitals. The above recitals, and each of them, are true and correct.

Section 2. Acknowledgment of City Council Findings. The Authority hereby acknowledges and concurs with the City Council's finding of significant public benefit and hereby approves and authorizes the issuance and sale of the Series 2007 Bonds.

Section 3. Issuance of Series 2007 Bonds; Trust Agreement. Subject to the parameters set forth below, the issuance of the 2007 Bonds is hereby approved and authorized. The form of the Trust Agreement, proposed to be entered into by and between the Authority and the Trustee (defined below), on file with the Secretary of the Authority (the "Secretary"), is hereby approved. Subject to the parameters set forth in Section 7, each of the Chair (or in the Chair's absence, the Vice Chair) and the Executive Director of the Authority (each, an "Authorized Officer"), acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Trust Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. Appointment of Trustee. The appointment of The Bank of New York Trust Company, N.A., as trustee (the "Trustee") under the Trust Agreement is hereby approved.

Section 5. Installment Sale Agreement. The Installment Sale Agreement, proposed to be entered into by and between the City and the Authority, in the form on file with the Secretary, is hereby approved. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Installment Sale Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 6. Purchase Agreement. The Purchase Agreement, proposed to be entered into by and among the Authority, the City and the Underwriter, in the form on file with the Secretary, is hereby approved. Subject to the parameters set forth in Section 7, each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Purchase Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 7. Terms of Sale of Bonds. The authorization set forth in this Resolution regarding the issuance and sale of the Series 2007 Bonds is subject to the following parameters: (i) the aggregate principal amount of the Series 2007 Bonds shall not exceed \$4,000,000; (ii) the interest rate thereon shall not exceed 6.25 percent per annum; and (iii) the underwriter's discount shall not exceed 1.5 percent of the principal amount of the Series 2007 Bonds. In addition, the authorization and powers delegated to the Authorized Officers by Section 6 shall be valid for a period of 180 days from the date of adoption of this Resolution.

Section 8. Preliminary Official Statement. The Preliminary Official Statement relating to the Series 2007 Bonds (the "Preliminary Official Statement"), in the form presented at this meeting and on file with the Secretary, is hereby approved. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to cause the Preliminary Official Statement in substantially said form, with such additions or changes therein as such Authorized Officer may approve, to be deemed final for the purposes of Rule 15c2-12 of the Securities and Exchange Act of 1934. The distribution by the Underwriter of copies of the Preliminary Official Statement to potential purchasers of the Series 2007 Bonds is hereby approved.

Section 9. Official Statement. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to cause the Preliminary Official Statement to be brought into the form of a final Official Statement (the "Official Statement"), and to execute the same for and in the name and on behalf of the Authority, with such changes therein as such Authorized Officer may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The distribution and use of the Official Statement by the Underwriter in connection with the sale of the Series 2007 Bonds are hereby approved.

Section 10. Other Acts. The Authorized Officers, the Treasurer and Auditor and all other officers of the Authority are hereby authorized and directed, jointly and severally, to execute and deliver any and all documents and to do any and all things (including, but not limited to, the obtaining of bond insurance or other types of credit enhancement for the Series 2007 Bonds) that they may deem necessary or advisable in order to consummate the sale, issuance and delivery of the Series 2007 Bonds, or otherwise to effectuate the purposes of this Resolution, the Trust Agreement, the Installment Sale Agreement, the Purchase Agreement and the Official Statement and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 11. Effective Date. This Resolution shall take effect immediately upon adoption.

**PASSED AND ADOPTED** by the Winters Public Finance Authority at a meeting duly held on September 4, 2007, by the following vote:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

\_\_\_\_\_  
Chair

ATTEST:

\_\_\_\_\_  
Secretary



**Winters Public Finance Authority  
STAFF REPORT**

**TO:** Chairman and Authority Board Members  
**DATE:** September 4, 2007  
**THROUGH:** John W. Donlevy, Jr., Executive Director *JWD*  
**FROM:** Shelly Gunby, Director of Financial Management *Shelly*  
**SUBJECT:** (Proposed) \$4,000,000 Water Revenue Bonds Series 2007 and  
(Proposed) \$4,500,000 Sewer Revenue Bonds Series 2007

---

**RECOMMENDATION:**

1. Hold a Public Hearing for the issuance of Water and Sewer Revenue Bonds
2. Adopt Resolution 2007-42, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Water Revenue Bonds by the Winters Public Finance Authority; Approving As to Form and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters.
3. Adopt Resolution 2007-43, A Resolution of the City Council of the City of Winters Making a Finding of Public Benefit in Connections with the Issuance of Sewer Revenue Bonds by the Winters Public Finance Authority; Approving As to Form and Authorizing the Execution and Delivery of an Installment Sale Agreement and other Documents in Connection with Such Bonds; And Authorizing Certain other Related Matters

**BACKGROUND:**

The City recently completed master plans for both its water and sewer systems to identify needed capital improvements to maintain each system and improve on-going operations. The improvements identified include the replacement of critical water and sewer lines, the installation of water meters, the implementation of various information systems, and the installation of flow monitoring equipment and a pump for the sewer system. Based on these improvements identified, and the financial position of each system, Staff has determined that it will be advantageous to issue bonds to fund a portion of the needed improvements. Issuing bonds will allow the City to implement the improvements through a concerted capital improvement plan instead of proceeding in a piecemeal fashion. It will also reduce the City's exposure to the cost of construction materials, which have increased steadily in recent years and are expected to continue

to increase. Finally, issuing bonds will also help to minimize the impact to rate payers by spreading the costs of the improvements over a period of time.

The bonds will be issued with fixed interest rates for an anticipated term of 30 years. The financing will include three years of pre-paid interest which will free up revenues from each system to contribute to other projects and/or increase each systems' reserves. The City expects to purchase AAA-rated insurance for the bonds, which would reduce the interest rates paid and lower annual debt service payments. Annual debt service payments are expected to be approximately \$550,000 beginning in Fiscal Year 2011 after the end of the pre-paid interest period. The total size of the bond issue is expected to be approximately \$8 million. The City expects to raise a total of \$6.1 million in proceeds to be used for the projects listed above, with \$2.8 million to be used for the water system and \$3.3 million for the sewer system. Issuance of the bonds will also fund debt service reserves (which enhances the credit of the bond issue), three years of pre-paid interest and cost of issuance, which include bond insurance, legal fees, financial advisory, underwriting and miscellaneous fees.

### General

Being presented are the documents relating to two separate bond issues (together, the "2007 Bonds"). Proceeds of the first issue (the "2007 Water Bonds") will be used to finance the costs relating to capital improvement projects of the water system, and other costs relating to the issuance of such bonds. Proceeds of the second issue (the "2007 Sewer Bonds") will be used to finance costs relating to capital improvement projects of the sewer system, and other costs relating to the issuance of such bonds.

The two issues will have very similar structures. Two basic documents for each issue are the Trust Agreement and the Installment Sale Agreement. Under each Trust Agreement, the Winters Public Finance Authority will issue the applicable 2007 Bonds. Net proceeds from such issue of bonds will be deposited in a Project Fund, to be maintained by The Bank of New York Trust Company, N.A., as trustee (the "Trustee"). The City will draw moneys from the Project Fund, as needed, to pay for the projects. Under the related Installment Sale Agreement, the City will agree to make "Installment Payments" to buy the assets that are being financed with the bond proceeds. (In that connection, to the extent that the City currently has title to any of these assets, the City will convey such title to the Authority on the closing date for the sale-back to the City, as set forth in the Installment Sale Agreement.) The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related bond issue. Under the Installment Sale Agreement, the City will pledge "Net Revenues" of the water system or the sewer system, as applicable, to the payment of the Installment Payments. Generally, "Net Revenues" represent all of the revenues of the applicable system, less the following: customer deposits, connection fees and impact fees, water meter installation fees and operation and maintenance costs.

The 2007 Water Bonds and the 2007 Sewer Bonds will be sold to E. J. De La Rosa & Co., as the underwriter, under two separate Purchase Agreements. At E. J. De La Rosa's recommendation, one Official Statement is being prepared for efficient marketing purposes.

## Summary of Documents

1. Trust Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – The Trust Agreements will set forth terms specific to the related issue of 2007 Bonds, including maturity dates, principal amounts and interest rates, and terms relating to the bond insurance policy, if any. Each Trust Agreement also will contain provisions relating to the general terms of the related issue, the maintenance of certain funds and accounts (including a debt service reserve account), covenants by the Authority and the rights and duties of the Trustee. Under the Trust Agreements, the Authority will pledge “Revenues” to pay debt service on applicable issue of 2007 Bonds. The Revenues will be derived from Installment Payments made by the City under the related Installment Sale Agreement.
2. Installment Sale Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – Under each Installment Sale Agreement, the City will agree to make Installment Payments to buy the assets being financed with the bond proceeds. The amounts and due dates of the Installment Payments will correspond to the debt service schedule for the related issue of 2007 Bonds. The City will pledge Net Revenues of the related system to the payment of the Installment Payments. Further, each Installment Sale Agreement will contain applicable rate covenants and set forth conditions under which the City may incur additional debt secured by revenues of the related system.
3. Purchase Agreements (one for the 2007 Water Bonds and one for the 2007 Sewer Bonds) – These agreements will be executed approximately two weeks before the closing of the transactions, after the 2007 Bonds will have been “priced,” *i.e.*, determination of the principal amounts of the 2007 Bonds, the interest rates and the original issue premium or discount. Under these agreements, E.J. De La Rosa & Co., Inc. as the underwriter for the 2007 Bonds, will agree to buy the 2007 Bonds from the Authority on the closing date upon satisfaction of the closing conditions, including the execution and delivery of applicable documents by the Authority and the City.
4. Preliminary Official Statement (one only for both issues) – The Preliminary Official Statement will be distributed by the underwriter to potential investors before the pricing of the 2007 Bonds. The Preliminary Official Statement provides a summary of the proposed terms of the 2007 Bonds, the sources of repayment and certain risks relating to the investment in the 2007 Bonds. As permitted by federal securities laws, some of the terms relating to the 2007 Bonds that will not be determined until the pricing of the 2007 Bonds (such as interest rates and redemption schedule) will appear as blanks or be footnoted as “preliminary, subject to change” in the Preliminary Official Statement. After the pricing, these terms will be inserted and the Preliminary Official Statement will be converted into a final Official Statement for distribution to the buyers of the 2007 Bonds.
5. Continuing Disclosure Agreement (one only for both issues) – Under the continuing

disclosure agreement, the City will agree to provide a copy of its audited financial statements and a report of other information relevant to the security of the 2007 Bonds for filing each year, to make this information available to the investors. The City will also agree to make a disclosure filing if a "material event," such as default on the 2007 Bonds, ever occurs.

These documents are available for review and are on file with the City Clerk

**FISCAL IMPACT:**

The proposed 30 year \$8 million dollars in bonds will be secured solely by the rates of the water and sewer funds, and would not be a general fund debt. The issuance of debt was included in the financial plan prepared in 2005 included in the rate study for both the water and sewer funds.

**ATTACHMENTS:**

Resolution 2007-42

Resolution 2007-43

**RESOLUTION NO. 2007-43**

**A RESOLUTION OF THE WINTERS PUBLIC FINANCE AUTHORITY  
AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF ITS  
SEWER REVENUE BONDS, SERIES 2007; APPROVING AS TO FORM  
AND AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST  
AGREEMENT, AN INSTALLMENT SALE AGREEMENT AND OTHER  
DOCUMENTS IN CONNECTION THEREWITH; AND AUTHORIZING  
CERTAIN OTHER RELATED MATTERS**

**RECITALS:**

WHEREAS, the Winters Public Finance Authority (the "Authority") is a joint powers authority duly organized and existing under and pursuant to Articles 1 through 4 (commencing with Section 6500), Chapter 5, Division 7, Title 1 of the California Government Code (the "Act") and that certain Joint Exercise of Powers Agreement, dated as of January 7, 2003, by and between the City of Winters (the "City") and the Community Development Agency of the City of Winters, and is authorized pursuant to Article 4 of the Act to issue bonds for the purpose of financing costs relating to public capital improvements of the City; and

WHEREAS, the City operates a wastewater and sewer system (such system, including all additions, improvements and extensions thereto, the "Sewer System"); and

WHEREAS, under the Act, the Authority is authorized to borrow money for the purpose of financing the costs relating to public capital improvements of the City, including facilities of the Sewer System; and

WHEREAS, the Authority desires to assist the City with the financing of certain costs relating to capital improvements of the Sewer System by issuing bonds (the "Series 2007 Bonds") pursuant to a Trust Agreement (the "Trust Agreement"); and

WHEREAS, in connection with the issuance of the Series 2007 Bonds, the City and the Authority propose to enter into an Installment Sale Agreement (the "Installment Sale Agreement"), whereby the City will make certain installment payments to be calculated such that such payments will be sufficient to enable the Authority to pay the principal of, and interest and premium (if any) on, such bonds when due; and

WHEREAS, the City Council of the City has made a finding, after a duly noticed public hearing held under Section 6586.5 of the California Government Code, that the issuance of the Series 2007 Bonds will result in significant public benefit; and

WHEREAS, there has been presented to the Authority a Purchase Agreement (the "Purchase Agreement") with E. J. De La Rosa & Co., Inc., as underwriter (the "Underwriter"), pursuant to which the Underwriter will purchase such bonds for reoffering to the public;

NOW, THEREFORE, THE WINTERS PUBLIC FINANCE AUTHORITY DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Recitals. The above recitals, and each of them, are true and correct.

Section 2. Acknowledgment of City Council Findings. The Authority hereby acknowledges and concurs with the City Council's finding of significant public benefit and hereby approves and authorizes the issuance and sale of the Series 2007 Bonds.

Section 3. Issuance of Series 2007 Bonds; Trust Agreement. Subject to the parameters set forth below, the issuance of the 2007 Bonds is hereby approved and authorized. The form of the Trust Agreement, proposed to be entered into by and between the Authority and the Trustee (defined below), on file with the Secretary of the Authority (the "Secretary"), is hereby approved. Subject to the parameters set forth in Section 7, each of the Chair (or in the Chair's absence, the Vice Chair) and the Executive Director of the Authority (each, an "Authorized Officer"), acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Trust Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. Appointment of Trustee. The appointment of The Bank of New York Trust Company, N.A., as trustee (the "Trustee") under the Trust Agreement is hereby approved.

Section 5. Installment Sale Agreement. The Installment Sale Agreement, proposed to be entered into by and between the City and the Authority, in the form on file with the Secretary, is hereby approved. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Installment Sale Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 6. Purchase Agreement. The Purchase Agreement, proposed to be entered into by and among the Authority, the City and the Underwriter, in the form on file with the Secretary, is hereby approved. Subject to the parameters set forth in Section 7, each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Purchase Agreement in substantially said form, with such changes therein as such Authorized Officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 7. Terms of Sale of Bonds. The authorization set forth in this Resolution regarding the issuance and sale of the Series 2007 Bonds is subject to the following parameters: (i) the aggregate principal amount of the Series 2007 Bonds shall not exceed \$4,500,000; (ii) the interest rate thereon shall not exceed 6.25 percent per annum; and (iii) the underwriter's discount shall not exceed 1.5 percent of the principal amount of the Series 2007 Bonds. In addition, the authorization and powers delegated to the Authorized Officers by Section 6 shall be valid for a period of 180 days from the date of adoption of this Resolution.

Section 8. Preliminary Official Statement. The Preliminary Official Statement relating to the Series 2007 Bonds (the "Preliminary Official Statement"), in the form presented at this meeting and on file with the Secretary, is hereby approved. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to cause the Preliminary Official Statement in substantially said form, with such additions or changes therein as such Authorized Officer may approve, to be deemed final for the purposes of Rule 15c2-12 of the Securities and Exchange Act of 1934. The distribution by the Underwriter of copies of the Preliminary Official Statement to potential purchasers of the Series 2007 Bonds is hereby approved.

Section 9. Official Statement. Each Authorized Officer, acting singly, is hereby authorized and directed, for and in the name and on behalf of the Authority, to cause the Preliminary Official Statement to be brought into the form of a final Official Statement (the "Official Statement"), and to execute the same for and in the name and on behalf of the Authority, with such changes therein as such Authorized Officer may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The distribution and use of the Official Statement by the Underwriter in connection with the sale of the Series 2007 Bonds are hereby approved.

Section 10. Other Acts. The Authorized Officers, the Treasurer and Auditor and all other officers of the Authority are hereby authorized and directed, jointly and severally, to execute and deliver any and all documents and to do any and all things (including, but not limited to, the obtaining of bond insurance or other types of credit enhancement for the Series 2007 Bonds) that they may deem necessary or advisable in order to consummate the sale, issuance and delivery of the Series 2007 Bonds, or otherwise to effectuate the purposes of this Resolution, the Trust Agreement, the Installment Sale Agreement, the Purchase Agreement and the Official Statement and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 11. Effective Date. This Resolution shall take effect immediately upon adoption.

**PASSED AND ADOPTED** by the Winters Public Finance Authority at a meeting duly held on September 4, 2007, by the following vote:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

\_\_\_\_\_  
Chair

ATTEST:

\_\_\_\_\_  
Secretary