

**Orange County Sanitation District
Financing Corporation**

MINUTES

April 28, 2010



ADMINISTRATIVE OFFICES

10844 ELLIS AVENUE

FOUNTAIN VALLEY, CALIFORNIA 92708-7018

ORANGE COUNTY SANITATION DISTRICT FINANCING CORPORATION

A regular meeting of the Board of Directors of the Orange County Sanitation District Financing Corporation was held on April 28, 2010 at 7:01 p.m., in the Administrative Offices. The roll was called and the Clerk of the Board reported a quorum present as follows:

ACTIVE DIRECTORS

ALTERNATE DIRECTORS

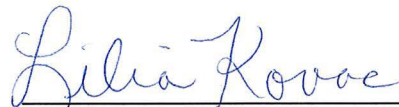
X	Doug Davert, Chair		John Nielson
A	Larry Crandall, Vice Chair		Steve Nagel
X	John Anderson		Jim Winder
X	Charles Antos		Gordon Shanks
X	Tom Beamish		Rose Espinoza
X	Bill Dalton		Andrew Do
	Jon Dumitru	X	Denis Bilodeau
X	Troy Edgar		Ken Stephens
X	James M. Ferryman		Bob Ooten
X	Cathy Green		Jill Hardy
X	Phil Luebben		Prakash Narain
X	Patsy Marshall		Fred Smith
X	Roy Moore		Ron Garcia
X	Joy Neugebauer		Al Krippner
X	Janet Nguyen		VACANT
X	Sharon Quirk-Silva		Pam Keller
X	Brad Reese		Bill Mac Aloney
X	David Shawver		Carol Warren
X	Christina Shea		Steven Choi
A	Harry Sidhu		Lucille Kring
X	Sal Tinajero		David Benavides
X	Constance Underhill		Scott Nelson
X	Mark Waldman		Henry Charoen
	Don Webb	X	Nancy Gardner
X	John Withers		Douglas Reinhart

STAFF MEMBERS PRESENT: Jim Ruth, General Manager; Bob Ghirelli, Assistant General Manager; Lilia Kovac, Associate Clerk of the Board; Nick Arhontes; Jim Herberg; Ed Torres; Lorenzo Tyner; Jim Burror; Michael Gold; Norbert Gaia; Jeff Reed; Juanita Skillman; Ryal Wheeler; Paula Zeller

OTHERS PRESENT: Brad Hogin, General Counsel

17. b. **MOVED, SECONDED AND DULY CARRIED:** Approve the minutes for the meeting held on October 28, 2009.
- c. Lorenzo Tyner, Director of Finance, reported that the Financing Corporation would need to adopt Resolution No. FC-11 in order to proceed with the Refunding Certificates of Participation referred to as, Wastewater Revenue Obligations – Series 2010A, for an amount not to exceed \$80,000,000.
- d. Adopt Resolution No. FC-11, Authorizing the Execution and Delivery by the Corporation of an Installment Purchase Agreement, Trust Agreement, and Continuing Disclosure Agreement in Connection with the Execution and Delivery of Orange County Sanitation District Refunding Certificates of Participation to be referred to as Wastewater Revenue Obligations – Series 2010A, authorizing the Execution and Delivery of Such Revenue Obligations in an Aggregate Amount of Not to Exceed \$80,000,000, approving a Notice of Intention to Sell, authorizing the distribution of an Official Notice Inviting Bids, and an Official Statement in connection with the offering and sale of such Revenue Obligations, and authorizing the execution and delivery of necessary documents and related actions.

Adjournment: The Chair declared the meeting of the Orange County Sanitation District Financing Corporation adjourned at 7:04 p.m.



Lilia Kovac
Associate Clerk of the Board
Orange County Sanitation District