

**CORPORATE BORROWING RESOLUTION**

TO: WELLS FARGO BANK, N.A.

RESOLVED: That any one of the following officers: \* General Manager or Treasurer

together with any one of the following officers: \* Any Board Member

of this Corporation Sewer Authority Mid-coastside

be and they are hereby authorized and empowered for and on behalf of and in the name of this corporation and as its corporate act and deed:

(1) To borrow money from Wells Fargo Bank, N.A. ("Bank") in such form and on such terms and conditions as shall be agreed upon by those authorized above and Bank, and to sign and deliver such promissory notes and other evidences of indebtedness for money borrowed or advanced as Bank shall require; such promissory notes or other evidences of indebtedness may provide that advances be requested by telephone communication and by any officer, employee or agent of this corporation so long as the advances are deposited in this corporation's deposit account with Bank; this corporation shall be bound to Bank by and Bank may rely upon any communication or act, including telephone communications, purporting to be done by any officer, employee or agent of this corporation provided that Bank believes, in good faith, that the same is done by such person.

(2) To contract for issuance by Bank of Letters of Credit, to discount with Bank notes, acceptances and evidences of indebtedness payable to or due this corporation and to endorse the same and execute such guarantees and agreements for repayment thereof to the Bank as Bank shall require.

(3) To mortgage, encumber, pledge, convey, grant, assign, transfer and deliver by such instruments in writing or otherwise as may be required by Bank, any of the property of this corporation to secure the payment of said notes, guarantees, agreements and other evidences of indebtedness.

(4) To perform all acts and execute and deliver all instruments and agreements in writing which Bank may deem necessary to carry out the purposes of this resolution; provided that the aggregate principal amount of all sums borrowed and credits established pursuant to this resolution shall not at any time exceed the sum of \$ 500,000.00 outstanding and unpaid.

Loans made pursuant to a special resolution and loans made by offices of Bank other than the office to which this resolution is delivered shall be in addition to the foregoing limitation.

The authority hereby conferred shall be deemed retroactive and any and all acts authorized herein performed prior to the passage of this resolution are hereby approved and ratified; this resolution shall continue in full force and effect until the Bank shall receive notice in writing, certified by the Secretary of this corporation, of the revocation hereof by a resolution duly adopted by the Board of Directors of this corporation.

The authority hereby conferred is in addition to that conferred by any other resolution heretofore or hereafter delivered to Bank.

(See reverse side for Certification)

\* Designate Officers by Title Only.

# CERTIFICATION

I Craig Chanslor Secretary of  
Sewer Authority Mid-coastside a corporation,  
created and existing under the laws of the State of California, do hereby certify and  
and declare that the foregoing is a full, true and correct copy of a resolution duly passed and adopted by the Board of  
Directors of said corporation, by written consent of all Directors of said corporation or at a meeting of said Board duly  
and regularly called, noticed and held on the 12 Twelfth day  
of January, 1981, at which meeting a quorum of the Board of Directors was present and voted  
in favor of said resolution; and that said resolution is now in full force and effect.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the corporate seal of said corporation,  
this Jan 12 day of January, 1981.

(SEAL)

Craig S. Chanslor Secretary of  
Sewer Authority Mid-coastside, a Corporation

(See front side for text of Resolution)