

RESOLUTION NO. 2331-08 WWD

**A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF WINDSOR
ACTING AS THE BOARD OF DIRECTORS OF THE WINDSOR WATER DISTRICT
APPROVING THE SALE OF PROPERTY TO THE TOWN OF WINDSOR AND
EXECUTION OF A PURCHASE AND SALE AGREEMENT,
A LOAN AGREEMENT PURSUANT THERETO**

WHEREAS, the Windsor Water District (the “**WWD**”) owns that certain real property located in the Town of Windsor, County of Sonoma and known as Assessor Parcel Numbers 164-030-037, -049, and -050 (the “**Property**”); and

WHEREAS, the Property has an appraised value of Three Hundred and Ninety-One Thousand Dollars (\$391,000); and

WHEREAS, the Town of Windsor (the “**Town**”) desires to purchase the Property for the purpose of constructing new fire station facilities thereon, to be known as The Windsor Fire Protection District Fire Station No. 2 (the “**Project**”); and

WHEREAS, the WWD desires to enter into a Purchase and Sale Agreement (the “**Purchase Agreement**”) with the Town for the sale of the Property to the Town; and

WHEREAS, in order to finance the purchase of the Property, the WWD and the Town shall enter into a Loan Agreement (the “**Loan Agreement**”), to be evidenced by a Promissory Note (the “**Note**”), the forms of which have been examined by the WWD; and

WHEREAS, the WWD has determined that the sale of the Property to the Town benefits the WWD and the Town by facilitating the construction of the Project to serve the fire protection needs of the Town’s residents;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE WINDSOR WATER DISTRICT AS FOLLOWS:

Section 1. The foregoing recitals are true and correct.

Section 2. The WWD authorizes the sale of the Property to the Town pursuant to the Purchase Agreement for Three Hundred and Ninety-One Thousand Dollars (\$391,000).

Section 3. The Executive Director or his designee is hereby authorized to execute the Purchase Agreement, substantially in the form on file with the WWD with such revisions as approved by counsel which do not substantially or materially alter the WWD's obligations thereunder, and to execute all documents and take such actions as are necessary or appropriate in furtherance thereof.

Section 4. The Executive Director or his designee is hereby authorized to execute the Loan Agreement with the Town of Windsor Redevelopment Agency, substantially in the form on file with WWD, with such revisions as approved by counsel which do not substantially or materially alter the WWD's obligations thereunder, and to execute such other documents and take such other actions as necessary or appropriate to implement the Loan Agreement and the intent of this Resolution.

PASSED, APPROVED AND ADOPTED this 16th day of July 2008, by the following vote:

AYES: MEMBERS PARKER, SALMON AND CHAIR FUDGE
NOES: NONE
ABSTAIN: NONE
ABSENT: MEMBERS ALLEN AND GOBLE



DEBORA FUDGE, CHAIR

ATTEST:



MARIA DE LA O, SECRETARY