



MARINA COAST WATER DISTRICT

11 RESERVATION ROAD, MARINA, CA 93933-2099

Home Page: www.mcwd.org

TEL: (831) 384-6131 FAX: (831) 883-5995

DIRECTORS

THOMAS P. MOORE
President

WILLIAM Y. LEE
Vice President

HOWARD GUSTAFSON
JAN SHRINER
PETER LE

Agenda

Regular Board Meeting, Board of Directors Marina Coast Water District

211 Hillcrest Avenue, Marina, California
Monday, October 20, 2014, 6:00 p.m. PST

This meeting has been noticed according to the Brown Act rules. The Board of Directors meet regularly on the first and third Monday of each month. The meetings normally begin at 6:00 p.m. and are held at the City of Marina Council Chambers at 211 Hillcrest Avenue, Marina, California.

Our Mission: *We provide our customers with high quality water, wastewater collection and conservation services at a reasonable cost, through planning, management and the development of water resources in an environmentally sensitive manner.*

1. Call to Order

2. Roll Call

3. Public Comment on Closed Session Items *Anyone wishing to address the Board on matters appearing on Closed Session may do so at this time. Please limit your comment to four minutes. The public may comment on any other items listed on the agenda at the time they are considered by the Board.*

4. Closed Session

A. Pursuant to Government Code 54956.9
Conference with Legal Counsel – Existing Litigation
(Subdivision (a) of Section 54956.9)

1) Ag Land Trust v. Marina Coast Water District, Monterey County Superior Court Case No. M105019; Sixth Appellate District Court of Appeals Case Nos. H038550 and H039559

2) In the Matter of the Application of California-American Water Company (U210W) for Approval of the Monterey Peninsula Water Supply Project and Authorization to Recover All Present and Future Costs in Rates, California Public Utilities Commission No. A.12-04-019 & A.13-05-017 Settlement Agreement

This agenda is subject to revision and may be amended prior to the scheduled meeting. A final agenda will be posted at City of Marina Council Chambers (211 Hillcrest Avenue, Marina) and the District office (11 Reservation Road, Marina) no less than 72 hours prior to the meeting. A complete Board packet containing all enclosures and staff materials will be available for public review on Thursday, October 16, 2014. Copies will also be available at the Board meeting. Information about items on this agenda or persons requesting disability related modifications and/or accommodations should contact the Board Clerk 48 hours prior to the meeting at: 831-883-5910.

3) California-American Water Company vs Marina Coast Water District; Monterey County Water Resources Agency; and Does 1 through 10, San Francisco Superior Court Case No. CGC-13-528312 (Complaint for Declaratory Relief)

- B. Pursuant to Government Code 54956.9
Conference with Legal Counsel – Anticipated Litigation
Significant Exposure to Litigation Pursuant to Subdivision (b) of 54956.9
Two Potential Cases
- C. Pursuant to Government Code 54956.9
Conference with Legal Counsel – Anticipated Litigation
Initiation of Litigation Pursuant to Subdivision (c) of 54956.9
Two Potential Cases
- D. Pursuant to Government Code 54957
Public Employee Appointment
Title: General Manager
- E. Pursuant to Government Code 54957
Public Employee Evaluation
Title: Interim General Manager
- F. Pursuant to Government Code 54956.8
Conference with Real Property Negotiator
Property: Recycled Water Pipeline, Recycled Water
Negotiating parties: Tom Moore and Peter Le
Under Negotiation: Price and Terms
- G. Pursuant to Government Code 54956.8
Conference with Real Property Negotiator
Property: Armstrong Ranch
Negotiating parties: Tom Moore and Peter Le
Under Negotiation: Price and Terms
- H. Pursuant to Government Code 54956.8
Conference with Real Property Negotiator
Property: Sewer Infrastructure
Negotiating parties: Tom Moore and Peter Le
Under Negotiation: Price and Terms

7:00 p.m. Reconvene Open Session

5. Reportable Actions Taken during Closed Session. *The Board will announce any reportable action taken during closed session and the vote or abstention on that action of every director present, and may take additional action in open session as appropriate. Any closed session items not completed may be continued to after the end of all open session items.*

- D. Consider Adoption of Resolution No. 2014-41 to Approve an Employment Contract for the General Manager Position

E. Consider Interim General Manager Evaluation including Compensation Review

6. Pledge of Allegiance

7. Oral Communications *Anyone wishing to address the Board on matters not appearing on the Agenda may do so at this time. Please limit your comment to four minutes. The public may comment on any other items listed on the agenda at the time they are considered by the Board.*

8. Consent Calendar *Board approval can be taken with a single motion and vote. A Board member or member of the public may request that any item be pulled from the Consent Calendar for separate consideration at this meeting or a subsequent meeting. The public may address the Board on any Consent Calendar item. Please limit your comment to four minutes.*

A. Receive and File the Check Register for the Month of September 2014

9. Action Items *The Board will review and discuss agenda items and take action or direct staff to return to the Board for action at a following meeting. The public may address the Board on these Items as each item is reviewed by the Board. Please limit your comment to four minutes.*

A. Receive a Report from Special Legal Counsel Regarding the Investigation on Director Peter Le's Complaint against Director Howard Gustafson

Action: The Board of Directors will receive a report from Special Counsel regarding the complaint made by Director Le against Director Gustafson.

B. Consider Adoption of Resolution No. 2014-43 to Approve a Water, Sewer, and Recycled Water Infrastructure Agreement between Marina Coast Water District and Marina Community Partners, LLC for the Dunes Phase 1B Retail Project in Marina, CA

Action: The Board of Directors will consider approving a Water, Sewer, and Recycled Water Infrastructure Agreement between the Marina Coast Water District and Marina Community Partners for the Dunes on Monterey Bay Phase 1B.

C. Consider Adoption of Resolution No. 2014-44 to Approve a Water, Sewer, and Recycled Water Infrastructure Agreement between Marina Coast Water District and and Shea Homes, LP, for the Dunes - Phase 1C Development in Marina, CA

Action: The Board of Directors will consider approving a Water, Sewer, and Recycled Water Infrastructure Agreement between the Marina Coast Water District and Shea Homes, LP for the Dunes on Monterey Bay Phase 1C.

10. Informational Items *Informational items are normally provided in the form of a written report or verbal update and may not require Board action. The public may address the Board on Informational Items as they are considered by the Board. Please limit your comments to four minutes.*

A. General Manager's Report

1. Correspondence Received by Board or General Manager
2. Developer Deposit Accounts

B. Counsel's Report

1. District Legal Counsel

C. Committee and Board Liaison Reports

- | | |
|----------------------------------|-----------------------------------|
| 1. Water Conservation Commission | 6. LAFCO Liaison |
| 2. Joint City-District Committee | 7. FORA |
| 3. Executive Committee | 8. WWOC Report |
| 4. Community Outreach | 9. JPIA Liaison |
| 5. MRWPCA Board Member Liaison | 10. Special Districts Association |

11. Board Member Requests for Future Agenda Items

12. Director's Comments

13. Adjournment *Set or Announce Next Meeting(s), date(s), time(s), and location(s):*

*Regular Meeting: Monday, November 3, 2014, 6:00 p.m.,
Marina Council Chambers
211 Hillcrest Avenue, Marina*

Marina Coast Water District
Agenda Transmittal

Agenda Item: 8

Meeting Date: October 20, 2014

Submitted By: Brian C. Lee

Presented By: Brian C. Lee

Agenda Title: Consent Calendar

Detailed Description: Consent calendar consisting of:

A) Receive and File the Check Register for the Month of September 2014

Environmental Review Compliance: None required.

Prior Committee or Board Action: See individual transmittals.

Board Goals/Objectives: *2014 Strategic Plan, Mission Statement – We Provide high quality water, wastewater collection and conservation services at a reasonable cost, through planning, management and the development of water resources in an environmentally sensitive manner.*

Financial Impact: See individual transmittals.

Funding Source/Recap: See individual transmittals.

Material Included for Information/Consideration: See individual transmittals.

Staff Recommendation: The Board of Directors approve the Consent Calendar as presented.

Action Required: _____ Resolution X Motion _____ Review
(Roll call vote is required.)

Board Action

_____ Resolution No _____ Motion By _____ Seconded By _____

Ayes _____ Abstained _____

Noes _____ Absent _____

Reagendized _____ Date _____ No Action Taken _____

Marina Coast Water District
Agenda Transmittal

Agenda Item: 8-A

Meeting Date: October 20, 2014

Submitted By: Kelly Cadiente

Presented By: Kelly Cadiente

Agenda Title: Receive and File the Check Register for the Month of September 2014

Detailed Description: The Board of Directors is requested to receive and file the attached September 2014 check register for expenditures totaling \$690,469.53.

Environmental Review Compliance: None required.

Prior Committee or Board Action: None.

Board Goals/Objectives: *2014 Strategic Plan, Objective No. 3 – Our objective is to manage public funds to assure financial stability, prudent rate management and demonstrate responsible stewardship. Our fiscal strategy is to forecast, control and optimize income and expenditures in an open and transparent manner. We will efficiently use our financial resources to assure availability to fund current and future demands.*

Financial Impact: ___Yes ___X___No

Funding Source/Recap: Expenditures are allocated across the six cost centers; 01-Marina Water, 02-Marina Sewer, 03- Ord Water, 04- Ord Sewer, 05-Recycled Water, 06-Regional Water.

Material Included for Information/Consideration: September 2014 Summary Check Register.

Staff Recommendation: The Board of Directors receive and file the September 2014 expenditures totaling \$690,469.53.

Action Required: ___Resolution ___X___Motion ___Review
(Roll call vote is required.)

Board Action

___Resolution No___ Motion By___ Seconded By___

Ayes___ Abstained___

Noes___ Absent___

Reagendized___ Date___ No Action Taken___

Marina Coast Water District
Agenda Transmittal

Agenda Item: 9-A

Meeting Date: October 20, 2014

Submitted By: Brian C. Lee

Presented By: Jeanine DeBacker

Agenda Title: Receive a Report from Special Legal Counsel Regarding the Investigation on Director Peter Le's Complaint against Director Howard Gustafson

Detailed Description: The Board of Directors is requested to receive a report from Special Legal Counsel regarding Director Peter Le's complaint against Director Howard Gustafson.

On September 2, 2014, Special Legal Counsel distributed a memorandum at the regularly scheduled Board meeting regarding complaints made of unprofessional, disrespectful, and allegedly harassing emails and verbal comments among Directors as well as some made towards District Staff. The content of those emails that are the basis for the complaints were included in the memorandum.

Director Le's complaint was based on an email which was provided to Counsel; no further investigation was necessary or appropriate other than to determine if Director Le had received additional emails and to determine if Director Gustafson had any explanation he wished to provide regarding his statements. In response to Special Legal Counsel's inquiry, Director Le did not produce additional documents. Director Le did note that Director Gustafson has made verbal comments toward other Directors that Director Le feels are inappropriate. The Board is thus tasked with determining if it wishes to take any action with regard to Director Le's complaint.

Director Gustafson did not attend the September 2, 2014 Board meeting. Given the nature and subject matter of the complaints, Special Legal Counsel distributed the memorandum for review in anticipation that the matter would be placed on the agenda of a later scheduled meeting at which all Directors would be present, as the Board had given such direction in prior instances of similar matters.

The primary complaint at issue before the Board is Director Peter Le's complaint regarding email communications from Director Howard Gustafson. This email is included in the September 2, 2014 memorandum. In reviewing Director Le's complaint, Director Gustafson is permitted to sit at the dais, participate in the discussion, submit responsive information and vote on any proposed resolution (and any discussion on setting such a vote).

Special Legal Counsel sought Director Gustafson's response to Director Le's allegation that his email was unprofessional, inappropriate and potentially harassing. Director Gustafson elected to address this matter with the full Board at the October 20, 2014 meeting, rather than through Special Counsel.

The Board may elect to take any, all, or none of the following options: additional training for all or some Directors; public censure of a Director; removal of a Director from committees and

positions for a period of time; preventing a Director from placing items on the agenda without authorization for a period of time.

The Board may elect to publicly censure a Director for his conduct, as well as removing him from committees and positions for a limited period of time and/or limiting his ability to place items on the meeting agenda for a limited period of time.

The Board Procedures Manual provides that “If a Director breaches any of the policies contained in Sections 5 [Harassment-Free Work Environment] . . . 13 [Communications]. . . [and] 15 [Comments by Directors Concerning Staff Members]. . . the Board may, in addition to any other consequences provided by law, publicly censure the offending Director and may as part of the censure take any or all of the following other actions, to be effective for a time determined by the Board: (a) remove the offending Director from committees and representative positions to which the Director has been appointed or designated by the Board, and/or (b) prevent the offending Director from placing items on the agenda without the specific, advance authorization of the Board. (Section 43).

Environmental Review Compliance: None required.

Prior Committee or Board Action: None.

Board Goals/Objectives: *2014 Strategic Plan, Mission Statement – We Provide high quality water, wastewater collection and conservation services at a reasonable cost, through planning, management and the development of water resources in an environmentally sensitive manner.*

Financial Impact: _____ Yes ___X___ No

Funding Source/Recap: None.

Material Included for Information/Consideration: September 2, 2014 memorandum from Special Legal Counsel to the Board of Directors

Staff Recommendation: None.

Action Required: _____ Resolution ___X___ Motion _____ Review

Board Action

_____ Resolution No _____ Motion By _____ Seconded By _____

Ayes _____ Abstained _____

Noes _____ Absent _____

Reagendized _____ Date _____ No Action Taken _____

Marina Coast Water District
Agenda Transmittal

Agenda Item: 9-B

Meeting Date: October 20, 2014

Submitted By: Brian True

Presented By: Brian True

Reviewed By: Brian C. Lee

Agenda Title: Consider Adoption of Resolution No. 2014-43 to Approve a Water, Sewer, and Recycled Water Infrastructure Agreement between Marina Coast Water District and Marina Community Partners, LLC for the Dunes Phase 1B Retail Project in Marina, CA

Detailed Description: The Board of Directors is requested to approve a Construction and Transfer of Water, Sewer, and Recycled Water Infrastructure Agreement (hereafter referred to as the Infrastructure Agreement) between MCWD and Marina Community Partners, LLC (MCP) for the Dunes Phase 1B Retail Project. The attached draft Infrastructure Agreement is based upon the most recent board-approved (June 2013) format used for other development groups within the MCWD service area.

Marina Community Partners is proposing to expand their Dunes on Monterey Bay master development located on lands of the former Fort Ord in Marina, CA. The Dunes Phase 1B Retail Project consists of the new construction of the underground utilities, roadways, and other infrastructure and appurtenances for a section of the master development termed Phase 1B. The Phase 1B area is located between Highway 1 and Second Avenue, from General Stilwell Drive south to 9th Street. The Project provides connector streets and utilities between the existing shopping center, the University Villages apartments, the new VA-DoD Health Care Center and the proposed movie theater.

The Dunes on Monterey Bay development (formerly known as University Villages) owned by MCP is a fully entitled development within the land-use jurisdiction of the City of Marina. The Dunes on Monterey Bay master development has received from the City an allocation of 593-AFY of potable water. Of that total allocated amount, the Dunes Phase 1B Retail Project as proposed will use an estimated amount of at least 61.7 AFY of potable water.

The new infrastructure being transferred to the District will be constructed within the public right-of-way or within easements provided to MCWD by MCP. The specific infrastructure proposed for transfer includes PVC potable water pipelines, PVC recycled water pipelines (purple pipes), PVC gravity sewer pipelines, and associated sewer manholes, water valves, and other appurtenances. Some water and sewer trunk main infrastructure has been constructed by MCP in this area under previous Infrastructure Agreements.

The Board previously approved an Infrastructure Agreement for this phase of the Dunes development. That agreement was not executed by the developer due to changes in the project layout to accommodate the addition of the VA-DoD Health Care Center.

Environmental Review Compliance: This Infrastructure Agreement is not a “project” under the California Environmental Quality Act (CEQA). This work is categorically exempt under CEQA.

Prior Committee or Board Action: On January 10, 2007, the Board adopted Resolution No. 2007-03 approving an Infrastructure Agreement between Marina Community Partners, LLC and MCWD for the University Villages Development, Phases 1B and 1C. On October 26, 2012, the Board adopted Resolution 2012-69 approving an Infrastructure Agreement between Marina Community Partners, LLC and MCWD for the Dunes Phase 1B Retail Project.

Board Goals/Objectives: *Five-year Strategic Plan, Strategic Element 2.0 Infrastructure – Our objective is to provide a high quality water distribution system and an efficiently operating wastewater collection system to serve existing and future customers. Through the master planning process, our infrastructure strategy is to carefully maintain our existing systems and ensure future additions and replacements will meet District Standards.*

Financial Impact: _____ Yes X No

Funding Source/Recap: There is no financial impact.

Material Included for Information/Consideration: Resolution No. 2014-43; and, draft Infrastructure Agreement; and, Board-approved template of the Infrastructure Agreement.

Staff Recommendation: The Board of Directors adopt Resolution No. 2014-43 approving the Water, Sewer and Recycled Water Infrastructure Agreement between MCWD and Marina Community Partners, LLC for the Dunes Phase 1B Retail Project.

Action Required: X Resolution _____ Motion _____ Review
(Roll call vote is required.)

Board Action

_____ Resolution No _____ Motion By _____ Seconded By _____

Ayes _____ Abstained _____

Noes _____ Absent _____

Reagendized _____ Date _____ No Action Taken _____

October 20, 2014

Resolution No. 2014 - 43
Resolution of the Board of Directors
Marina Coast Water District
Approving a Water, Sewer, and Recycled Water Infrastructure Agreement
Between Marina Coast Water District and Marina Community Partners, LLC
for the Dunes Phase 1B Retail Project in Marina, CA

RESOLVED by the Board of Directors (“Directors”) of the Marina Coast Water District (“District”), at a regular meeting duly called and held on October 20, 2014 at 211 Hillcrest Avenue, Marina, California as follows:

WHEREAS, Marina Community Partners, LLC (“Developer”) has coordinated with the District on their Dunes Phase 1B Retail project, consisting of new construction and related infrastructure, within the City of Marina portion of the Ord Community; and,

WHEREAS, the City of Marina has allocated a portion of its former Fort Ord water supply allocation for the Developer’s use in developing the Dunes on the Monterey Bay (formerly University Villages) development project, and,

WHEREAS, the District and the Developer are working cooperatively regarding proposed water, recycled water and sewer system improvements; and,

WHEREAS, the District and the Developer have agreed upon the proposed Water, Sewer and Recycled Water Infrastructure Agreement and desire to enter into same.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Marina Coast Water District does hereby authorize the General Manager and/or the Deputy General Manager/District Engineer to execute the Water, Sewer and Recycled Water Infrastructure Agreement between MCWD and Marina Community Partners, LLC for their Phase 1B Retail Project and to take all actions and execute all documents as may be necessary or appropriate to give effect to this resolution.

PASSED AND ADOPTED October 20, 2014, by the Board of Directors of the Marina Coast Water District by the following roll call vote:

Ayes: Directors _____

Noes: Directors _____

Absent: Directors _____

Abstained: Directors _____

Thomas P. Moore, President

ATTEST:

Brian C. Lee, Deputy Secretary

CERTIFICATE OF SECRETARY

The undersigned Secretary of the Board of the Marina Coast Water District hereby certifies that the foregoing is a full, true and correct copy of Resolution No. 2014-43 adopted October 20, 2014.

Brian C. Lee, Deputy Secretary

Marina Coast Water District
Agenda Transmittal

Agenda Item: 9-C

Meeting Date: October 20, 2014

Submitted By: Brian True

Presented By: Brian True

Reviewed By: Brian C. Lee

Agenda Title: Consider Adoption of Resolution No. 2014-44 to Approve a Water, Sewer, and Recycled Water Infrastructure Agreement between Marina Coast Water District and Shea Homes, LP, for the Dunes - Phase 1C Development in Marina, CA

Detailed Description: The Board of Directors is requested to approve a Water, Sewer, and Recycled Water Infrastructure Agreement (hereafter referred to as the Infrastructure Agreement) between MCWD and Shea Homes, LP, for the Dunes - Phase 1C development. The attached draft Infrastructure Agreement is based upon the most recent board-approved (June 2013) format used for other development groups within the MCWD service area.

The Dunes on Monterey Bay development (formerly known as University Villages) owned by Marina Community Partners, LLC is a fully entitled master development located on lands of the former Fort Ord in Marina and is within the land-use jurisdiction of the City of Marina. Shea Homes, LP, is the residential development partner within Marina Community Partners. The Dunes - Phase 1C development consists of the new construction of the underground utilities, roadways, and other infrastructure and appurtenances for the first residential phase of the master development project. The overall Phase 1C area is bounded by Second Avenue, 10th Street, Third Avenue, Imjin Parkway, Fourth Avenue and 9th Street.

The Dunes on Monterey Bay master development has received from the City an allocation of 593-AFY of potable water. Of that total allocated amount, the current proposed portion of the Dunes - Phase 1C residential development consists of 117 residential lots within the total of 46.4-acres of Phase 1C. The portion of Phase 1C covered by this proposed Infrastructure Agreement will use an estimated 20.3 AFY of potable water. Additional homes will be constructed within the overall Phase 1C area in later phases.

The new infrastructure being transferred to the District will be constructed within the public right-of-way, public utility easements, or within easements provided to MCWD by Shea Homes. The specific infrastructure proposed for transfer includes PVC potable water pipelines, PVC recycled water pipelines (purple pipes), PVC gravity sewer pipelines, and associated sewer manholes, water valves, and other appurtenances. Some water and sewer trunk main infrastructure has been constructed by MCP in this area under previous Infrastructure Agreements.

To assist in reviewing this proposed draft Infrastructure Agreement (IA), please note the following:

- There are two documents provided – the first is the proposed draft IA with all Exhibits and the other is the Board-approved template of the IA document. The two documents are easily

discernible by observing the content of the page-footer. The proposed IA document also has yellow highlights.

- The yellow highlights in the proposed IA document are to show the differences between the proposed IA and the template of the IA. All the additions (i.e. the differences that were added to the proposed IA document that are not within the template IA) are highlighted. The deletions (from the template) in the proposed IA may be discerned by the symbol of two underscores that are highlighted (appearance is).

Environmental Review Compliance: This Infrastructure Agreement is not a “project” under the California Environmental Quality Act (CEQA); this action is categorically exempt.

Prior Committee or Board Action: On January 10, 2007, the Board adopted Resolution No. 2007-03 approving an Infrastructure Agreement between Marina Community Partners, LLC and MCWD for the University Villages Development, Phases 1B and 1C.

Board Goals/Objectives: *Five-year Strategic Plan, Strategic Element 2.0 Infrastructure – Our objective is to provide a high quality water distribution system and an efficiently operating wastewater collection system to serve existing and future customers. Through the master planning process, our infrastructure strategy is to carefully maintain our existing systems and ensure future additions and replacements will meet District Standards.*

Financial Impact: _____ Yes X No

Funding Source/Recap: There is no financial impact.

Material Included for Information/Consideration: Resolution No. 2014-44; draft Infrastructure Agreement; and, Board-approved template of the Infrastructure Agreement.

Staff Recommendation: The Board of Directors adopt Resolution No. 2014-44 approving the Water, Sewer and Recycled Water Infrastructure Agreement between MCWD and Shea Homes for the Dunes - Phase 1C Development.

Action Required: X Resolution _____ Motion _____ Review
(Roll call vote is required.)

Board Action

_____ Resolution No _____ Motion By _____ Seconded By _____

Ayes _____ Abstained _____

Noes _____ Absent _____

Reagendized _____ Date _____ No Action Taken _____

October 20, 2014

Resolution No. 2014 - 44
Resolution of the Board of Directors
Marina Coast Water District
Approving a Water, Sewer, and Recycled Water Infrastructure Agreement
Between Marina Coast Water District and Shea Homes, LP,
for the Dunes - Phase 1C Development in Marina, CA

RESOLVED by the Board of Directors (“Directors”) of the Marina Coast Water District (“District”), at a regular meeting duly called and held on October 20, 2014 at 211 Hillcrest Avenue, Marina, California as follows:

WHEREAS, Shea Homes, LP, (“Developer”) has coordinated with the District on their Dunes Phase 1C Development, consisting of new construction and related infrastructure, within the City of Marina portion of the Ord Community; and,

WHEREAS, the City of Marina has allocated a portion of its former Fort Ord water supply allocation for the Developer’s use in developing the Dunes on the Monterey Bay (formerly University Villages) development project, and,

WHEREAS, the District and the Developer are working cooperatively regarding proposed water, recycled water and sewer system improvements; and,

WHEREAS, the District and the Developer have agreed upon the proposed Water, Sewer and Recycled Water Infrastructure Agreement and desire to enter into same.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Marina Coast Water District does hereby authorize the General Manager and/or the Deputy General Manager/District Engineer to execute the Water, Sewer and Recycled Water Infrastructure Agreement between MCWD and Shea Homes, LP, for their Dunes - Phase 1C Development and to take all actions and execute all documents as may be necessary or appropriate to give effect to this resolution.

PASSED AND ADOPTED October 20, 2014, by the Board of Directors of the Marina Coast Water District by the following roll call vote:

Ayes: Directors _____

Noes: Directors _____

Absent: Directors _____

Abstained: Directors _____

Thomas P. Moore, President

ATTEST:

Brian C. Lee, Deputy Secretary

CERTIFICATE OF SECRETARY

The undersigned Secretary of the Board of the Marina Coast Water District hereby certifies that the foregoing is a full, true and correct copy of Resolution No. 2014-44 adopted October 20, 2014.

Brian C. Lee, Deputy Secretary