

**RESOLUTION NO. SCV-31**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE SANTA CLARITA VALLEY  
WATER AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF AN AMENDED  
AND RESTATED JOINT EXERCISE OF POWERS  
AGREEMENT BY AND BETWEEN THE SANTA CLARITA VALLEY WATER  
AGENCY AND DEVIL'S DEN WATER DISTRICT AND  
APPROVING CERTAIN MATTERS IN  
CONNECTION THEREWITH**

**WHEREAS**, the Santa Clarita Valley Water Agency (Agency), acting pursuant to Article I (commencing with Section 6500) of Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California, may enter into a joint exercise of powers agreement with one or more other public agencies pursuant to which such contracting parties may jointly exercise any power common to them and, pursuant to Section 6588 of the Government Code of the State of California, to exercise certain additional powers; and

**WHEREAS**, the Board of Directors (Board) of the Agency determined that it is in the best interest of the Agency to establish the Upper Santa Clara Valley Joint Powers Authority (Authority) and adopted Resolution No. 2804 on May 25, 2011 to this effect; and

**WHEREAS**, there has been presented at this meeting an amended and restated Joint Exercise of Powers Agreement (Agreement), by and between the Agency and the Devil's Den Water District; and

**WHEREAS**, under California law and the Agreement, the Authority will be a public entity separate and apart from the parties to the Agreement, and the debts, liabilities and obligations of the Authority will not be the debts, liabilities or obligations of the Agency or any representative of the Agency serving on the governing body of the Authority.

**NOW, THEREFORE**, the Board of Directors of the Santa Clarita Valley Water Agency hereby finds, determines, declares and resolves as follows:

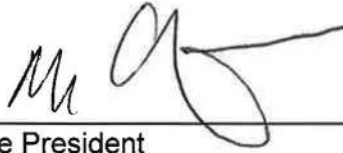
Section 1. The Agreement, in substantially the form on file with the Secretary of the Board, is hereby approved, subject to final approval as to form by General Counsel and the law firm of Stradling Yocca Carlson & Rauth, a Professional Corporation (Special Counsel). The President and Secretary of the Board are hereby authorized and directed to execute and deliver such Agreement with such changes, insertions and omissions as may be approved by Special Counsel, said Agency officers' execution being conclusive evidence of such approval.

Section 2. The Board hereby appoints the President of the Board and the two Vice Presidents of the Board to serve on the board of directors of the Authority in accordance with the terms of the Agreement.

Section 3. The President and the Secretary of the Board, the General Manager, the Treasurer and such other officers of the Agency are authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents, which they may deem necessary or advisable in order to consummate the establishment of the Authority and the entry into of the Agreement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

Section 4. Unless otherwise defined herein, all terms used herein and not otherwise defined shall have the meanings given such terms in the Agreement unless the context otherwise clearly requires.

Section 5. This Resolution shall take effect immediately.

  
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Vice President

I, the undersigned, hereby certify: That I am the duly appointed and acting Secretary of the Santa Clarita Valley Water Agency, and that at a regular meeting of the Board of Directors of said Agency held on April 17, 2018, the foregoing Resolution No. SCV-31 was duly and regularly adopted by said Board, and that said resolution has not been rescinded or amended since the date of its adoption, and that it is now in full force and effect.

DATED: April 17, 2018

  
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Secretary

