

OLIVEHURST PUBLIC UTILITY DISTRICT

RESOLUTION NO. 2261


**A RESOLUTION ADOPTING
JP MORGAN CHASE & COMPANY PUBLIC ENTITY RESOLUTION**

BE IT RESOLVED AS FOLLOWS:

The Board of Directors of the Olivehurst Public Utility District finds it necessary to adopt JP Morgan Chase & Company, public entity resolution (Exhibit A).

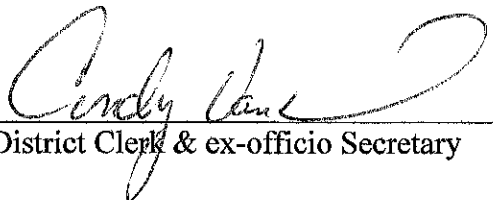
PASSED AND ADOPTED THIS 18th DAY OF OCTOBER 2012.

OLIVEHURST PUBLIC UTILITY DISTRICT



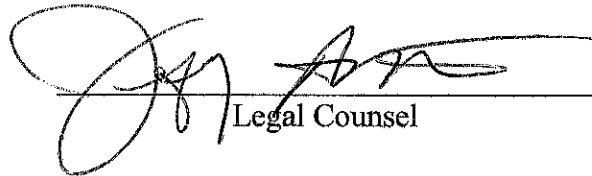
President, Board of Directors
Olivehurst Public Utility District

ATTEST:



District Clerk & ex-officio Secretary

APPROVE AS TO FORM AND LEGAL
SUFFICIENCY

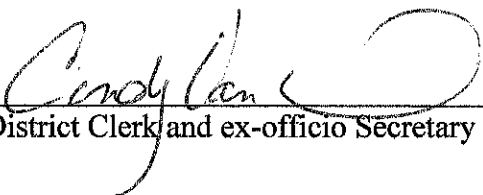


Legal Counsel

* * * * *

I hereby certify that the foregoing is a full, true, and correct copy of an Ordinance duly adopted and passed by the Board of Directors of the Olivehurst Public Utility District, Yuba County, California, at a meeting thereof held on the 18th day of October 2012, by the following vote:

AYES, AND IN FAVOR THEREOF:		DIRECTOR PHINNEY, BRADFORD, MORRISON AND CARPENTER.
NOES	:	NONE.
ABSTAIN	:	NONE.
ABSENT	:	DIRECTOR DOUGHERTY.



District Clerk and ex-officio Secretary



Certificate Regarding Accounts

V 1.5_09_27_10

Instructions: Complete all relevant spaces with the requested information as applicable to the type of organization. Obtain signature of certifying signer(s) at the conclusion of the Certificate.

HEADING

Customer Name: ("Customer")	OLIVEHURST PUBLIC UTILITY DISTRICT
Tax Identification Number: ("Client Entity")	946003628
Business Name: ("Business")	OLIVEHURST PUBLIC UTILITY DISTRICT (Applicable only for Sole Proprietorship or business operating under an assumed name)
Jurisdiction of Organization:	
Type of Organization (Check One)	<input type="checkbox"/> Corporation <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> Trust <input type="checkbox"/> Unincorporated Association <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Partnership (including Limited Liability Partnership) <input type="checkbox"/> Business Trust (under Delaware or Massachusetts law only) <input type="checkbox"/> Joint Venture <input checked="" type="checkbox"/> Governmental Entity (specify type): <u>Special District - utility services</u> <input type="checkbox"/> Other: _____

A. **DESIGNATION OF DEPOSITORY.** This Certificate Regarding Accounts (this "Certificate") is provided to any bank subsidiary of J.P. Morgan Chase & Co. (collectively, "Bank") with respect to any and all deposit accounts, related products and all Treasury Services products or services, that Customer currently has or may open in the future with Bank (collectively, the "Accounts").

B. **CERTIFICATION (as applicable to Type of Organization)**

1. **Corporation, Limited Liability Company, Partnership/LLP, Unincorporated Association, Business Trust.** I am an officer, member, manager, director, or general partner (or person authorized to represent the member, manager, director or general partner), as applicable, of Customer. I certify to Bank that the governing body of Customer has adopted resolutions authorizing all actions and agreements described in this Certificate. Those resolutions were adopted in accordance with all requirements of law and of Customer's organizational documents, have been entered in the regular minute books of Customer, have not been rescinded, or modified, and are now in full force and effect.
2. **Governmental Entity.** I am either the custodian of the official records of Customer (the "Certifying Official"), or the public official authorized by law to establish and administer the financial accounts of Customer (the "Financial Officer"), and authorized to take all actions described in this Certificate.

Bank has been designated a depository for funds of Customer in the manner required by applicable law. I certify to Bank that the governing body of Customer, if any, has adopted resolutions authorizing all actions and agreements described in this Certificate. Those resolutions were adopted in accordance with all requirements of law and of Customer's organizing statutes, charter, by-laws, ordinances, or other applicable laws and documents, have been entered in the regular minute books of Customer, and are now in full force and effect.

3. **Trust. (Other than a business trust)** I am (we are) all of the duly appointed and acting trustee(s) of the trust. I (we) certify to Bank that Customer's trust agreement and all other governing documents authorize the trustees to take all actions and enter into all agreements described in this Certificate, and that such authorization is in accordance with all requirements of law now in full force and effect.
4. **Joint Venture.** We are all the joint venturers of Customer. We certify to Bank that the joint venturers of Customer have authorized all actions and agreements described in this Certificate, and that such authorization is now in full force and effect.



5. **Sole Proprietor.** I am the Customer, and I individually am the sole owner of the Business. The Business is not a corporation, partnership, limited liability company, or any other form of business entity. This Certificate constitutes a durable power of attorney appointing agents, each acting singly, to take any and all action authorized under this Certificate or any other document described in this Certificate. This power of attorney will survive my incompetence, incapacity, or disability. "Attorney-in-Fact" means any of the following listed persons, acting singly unless otherwise provided in this Certificate:
-

C. AUTHORIZATIONS (applicable to all Types of Organizations)

6. **Account Opening.**

Each Account Manager is authorized to open one or more Accounts from time to time with Bank. "Account Manager" means each person holding an officer title with Customer. If Customer is a limited liability company or partnership, "Account Manager" means any member, manager, general partner, or trustee (or authorized official of a member, manager, general partner, or trustee) of Customer. However, if any names or titles are listed in the following line, "Account Manager" means only the following listed persons: _____ . If Customer is a sole proprietor,

"Account Manager" means only Customer individually (i.e., the owner of the Business) or an Attorney-in-Fact, if designated by Customer. If Customer is a trust (other than a business trust), "Account Manager" means only each individual trustee and each person authorized to act on behalf of any entity trustee of Customer. If Customer is a joint venture, "Account Manager" means only each joint venturer and each person authorized to act on behalf of the joint venture. If Customer is a governmental entity whose financial affairs are directed by a Financial Officer, "Account Manager" means only the Financial Officer. If Customer is a governmental entity whose financial affairs are directed by a governmental body, "Account Manager" means only the Certifying Official. Opening any Account will constitute Customer's agreement to be bound by all of Bank's account terms, conditions, documents, and agreements (as they may be amended from time to time) executed or delivered in connection with the Account.

7. **Banking Services.**

"Authorized Person" means any Account Manager as designated above in Section C6. An Authorized Person may perform any or all of the functions listed below. Subject to any written agreement (and other forms applicable to the products and services), between Customer and Bank, any one Authorized Person is authorized to: (1) sign checks, drafts, notes, acceptances and other instruments (collectively referred to as "Items"); (2) take any action and/or give in instructions in writing, verbally, electronically or otherwise, ("Instructions") as provided in the account terms, United States addendum to account terms or other agreement between Customer and Bank; and (3) identify, implement and contract with Bank for cash management product and services relating to an Account and/or other general banking services for the benefit of Customer, including without limitation electronic funds transfer services, electronic information services, automated clearinghouse services, lockbox services, fraud prevention services, and automated sweep investment services. Use of any such service will constitute Customer's agreement to Bank's standard agreements applicable to the products or services requested.

8. **Changes to Authorized Persons.**

The Secretary, any Assistant Secretary, or any Account Manager may instruct Bank to add, delete or otherwise make changes to Authorized Persons by a written notice to Bank ("Change Notice"). The Change Notice should identify all changes to Authorized Persons, including persons added or deleted, certify the name, title, and signature of each additional Authorized Person, and set forth any limitations to the authority of Authorized Persons.

9. **Deposits.**

Bank is authorized to accept for deposit, credit, collection, or any other purpose, items or electronic deposits payable to (1) Customer by any trade name or style used by Customer, or (2) any owner, shareholder, partner, member, manager, trustee, or venturer of Customer ("Owner"), or (3) more than one Owner, either jointly or in the alternative. All Items may be deposited to any Account with or without endorsement.

10. **Continued Effectiveness.**

This Certificate will continue in full force and effect until Bank actually receives written notice from Customer revoking or modifying this certificate and Bank has had a reasonable opportunity to act on it. Bank may conclusively presume that this Certificate is in effect and that the persons identified from time to time as Account Managers or Authorized Persons by this Certificate, any signature card, or any Change Notice have been duly elected or appointed and continue to hold such positions. Customer releases Bank from any liability and will indemnify Bank against any loss, liability, or expense arising from Bank's reliance on this Certificate or any other certification or instructions provided by the Secretary, any Assistant Secretary, or any Account Manager.

D. ADDITIONAL PROVISIONS (Only applicable to Trust or Governmental Entity)

11. **Delegation of Authority for Trusts.**

If Customer is a trust (other than a business trust), each of the trustees expressly represents that the delegation of authority provided in this Certificate is for the ministerial act of executing instruments payable by, providing instructions to, or making deposits in Bank with respect to trust assets in an Account, which are authorized by the trust instrument. Bank is entitled to rely on this representation in conducting any business relating to any Account of the trust.



12. Death, Resignation, or Inability of Trustee to Act.

If Customer is a trust (other than a business trust) and any trustee dies, resigns, declines to serve, or is unable to act as trustee, each surviving trustee or successor trustee is obligated to notify Bank and to provide Bank with a new Certificate authorizing Bank to act on the order or instruction of any newly appointed trustee.

13. Authority of Governmental Entity.

If Customer is a governmental entity and Bank at any time determines that Customer is not authorized, or may not be authorized, under applicable law or its organizational documents to open any Account or to engage in any transaction or purchase any services relating to the Accounts, Bank may demand conclusive evidence of Customer's authority. Notwithstanding any agreement to the contrary, if Customer fails to provide conclusive evidence of its authority upon demand, Bank may immediately and without prior notice terminate any Account or service provided to Customer, and Bank will not be liable to Customer for any damages in connection with that termination.

E. CERTIFYING SIGNATURES

1. Applicable to all Types of Organizations EXCEPT Governmental Entity

X	X
_____ Certifying Signature	_____ Certifying Signature
_____ Print Name:	_____ Print Name:
_____ Capacity/Title	_____ Capacity/Title
_____ E-Mail Address	_____ E-Mail Address
_____ Phone Number	_____ Phone Number
Executed this _____ day of _____.	



2. Applicable ONLY to Governmental Entity

a) Certifying signer is: Financial Officer Certifying Official

X Rebecca Courtright
Official's Signature

Rebecca Courtright
Printed Name

Financial Manager
Title

rcourtright@opud.org
E-Mail Address

(530) 743-0317 ext. 107
Phone Number

For a Governmental Entity certified by a Financial Officer, the following must also be completed by an official other than the Financial Officer:

I certify that the Financial Officer named above holds the office indicated in the foregoing Certificate, and is authorized by law to establish and administer the Accounts of Customer and to take all actions and enter into all agreements described in the foregoing Certificate. I further certify that the signature set forth above is the Financial Officer's signature.

X Cindy VanMeter
Official's Signature

Cindy VanMeter
Printed Name

District Clerk
Title

cvanmeter@opud.org
E-Mail Address

(530) 743-0317
Phone Number

Executed this 2nd day of November, 2012.



CRA Instruction Sheet

HEADING

1. **Jurisdiction of Organization** – This is the state, territory, or country where the entity was organized.
2. **Tax Identification Number** – Used by Internal Revenue Service (IRS) in the administration of tax laws.
3. **Business Trust** – A “business trust” as used in this Certificate (CRA) is a legal trust set up for the purpose of business in Delaware and Massachusetts. The purpose of a business trust is to operate a profit venture for the beneficiaries of the trust.
4. **Governmental Entity (specify type)** – Examples of governmental entities include municipality, county, state, government agency, school board, etc.

A. DESIGNATION OF DEPOSITORY

This is a statement regarding the purpose of this Certificate (CRA).

B. CERTIFICATION – By Entity Type

1. **Corporation, Limited Liability Company, Partnership/LLP, Unincorporated Association, or Business Trust** – The appropriate officer must certify that the governing body of the Customer has adopted resolutions authorizing the actions and agreements described in this Certificate (CRA). **After reading this paragraph, proceed to Section C.**
2. **Governmental Entity** – There are 2 types of officials who may make the certifications in this Certificate (CRA) for a governmental entity, either a Certifying Official, or a Financial Officer.
 - **Certifying Official** – This is a person who has been elected/appointed/charged with the responsibility for the official records of the governmental entity that they represent, and holds an office comparable to a corporate secretary, e.g., for example, the Town or County Clerk, the Secretary of the School Board
 - **Financial Officer** - This is used for persons holding a specific governmental office which has been authorized by law to establish and administer Accounts for the governmental entity they represent, e.g., State Treasurer.

After reading this paragraph, proceed to Section C.

3. **Trust – (Other than a business trust)** - The trustee or trustees must certify that all actions and agreements described in this Certificate (CRA) are in accordance with all requirements of law and of the Customer’s trust agreement and all other governing documents. **After reading this paragraph, proceed to Section C.**
4. **Joint Venture** – Each joint venturer must certify that all actions and agreements described in this Certificate (CRA) are authorized. **After reading this paragraph, proceed to Section C.**
5. **Sole Proprietor** – This section indicates who may take the actions described in this Certificate on behalf of the owner of the sole proprietorship. If any person will be authorized to act on the behalf of the sole proprietor, they must be designated in this Certificate (CRA). This person will be known as “Attorney-in-Fact”. A sole proprietor is not required to have an “Attorney-In-Fact”. **After reading and filling in this paragraph, if applicable, proceed to Section C.**

C. AUTHORIZATIONS (Applicable to all Types of Organizations)

6. **Account Opening** – This section identifies those persons (Account Managers) who will have authority to open Accounts for the entity described in this Certificate (CRA).

Entity Type	If this section is left blank, the following persons are “Account Managers” authorized to open accounts
Corporation, Unincorporated Association	Any person holding an officer title with Customer
LLC, Partnership, LLP	Any member, manager, general partner, or trustee, as applicable, of Customer
Sole Proprietor	The Customer individually (i.e., the owner of the Business) or an Attorney-in-Fact, if designated by the owner of the business
Trust (Other than a Business Trust)	Each individual trustee or as specified in the trust agreement
Joint Venture	Each joint venturer
Governmental Entity	<ul style="list-style-type: none"> • If Customer is a governmental entity whose financial affairs are directed by a Financial Officer, “Account Manager” means only the Financial Officer. • If Customer is a governmental entity whose financial affairs are directed by a governmental body, “Account Manager” means only the Certifying Official



CRA Instructions/Explanations

Account Opening, continued:

If paragraph 6 is filled in with one or more specific position titles/functions, such as "vice president or controller", then only those persons holding that title and/or function will be allowed to open Accounts for Customer.

If paragraph 6 is filled in with names of specific individuals, then only those individuals will be allowed to open Accounts for Customer.

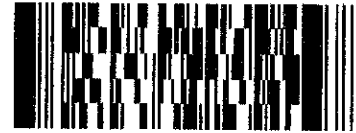
7. **Banking Services** – Describes persons who are authorized to perform banking transactions for Customer and what those transactions may entail. "Authorized Persons"/"Account Managers" are designated in section C6 of this Certificate (CRA).
8. **Changes to Authorized Persons** – Describes how changes, additions, or deletions to those who are named as Authorized Persons may be made.
9. **Deposits** – Describes what Customer is authorizing Bank to do with deposits made into its Accounts.
10. **Continued Effectiveness** – Describes the terms under which this Certificate (CRA) will remain in full force and effect.

D. ADDITIONAL PROVISIONS (Only applicable to Trust or Governmental Entity)

11. **Delegation of Authority for Trusts (Other than Business Trust)** – Declaration of the trustees as to the purpose of the delegation of authority described in this Certificate (CRA).
12. **Death, Resignation or Inability of Trustee to Act** – Describes the obligations of the trustees in the event that any trustee is unwilling or unable to perform his or her role.
13. **Authority of Governmental Entity** – Describes what actions Bank may take should Bank determine that Customer is not or may not be authorized to open Accounts or transact banking business.

E. CERTIFYING SIGNATURES (Who can sign the Certificate (CRA))

Entity Type	Certifying Signature must be:
Corporation, Limited Liability Company, Unincorporated Association, Business Trust	The CEO, CFO, COO, President, Vice President, Treasurer Secretary or Assistant Secretary of the organization or other equivalent officer <i>Only 1 signature is required, or as specified in the customer's organizational documents</i>
Partnership, Limited Liability Partnership	Managing Partner or each Partner, if a Managing Partner has not been designated
Trust (Other than Business Trust)	All trustee(s) or as specified in the trust agreement
Joint Venture	Joint Venturer(s) <i>Each Joint Venturer should sign</i>
Governmental Entity represented by a Financial Officer authorized by law as described in these instructions: page 1, section B2.	Financial Officer accompanied by a second official signer who certifies that the person signing holds the office indicated
Governmental Entity represented by a "Certifying Official" as described in these instructions: page 1, section B2.	Certifying Official
Sole Proprietorship	Owner



Certificate of Incumbency | JPMorgan Chase Bank, N.A.

V1.3_07_30_12

The undersigned certifies that: I am an authorized official of OLIVEHURST PUBLIC UTILITY DISTRICT, duly organized and existing under the laws of the State of California, ("Organization"); that the information presented below is correct and the persons named below are presently holding the offices set forth opposite their respective signatures below; and each such signature is his or her genuine signature:

Type or Print Name	Signatures (Please sign inside the box)	Phone and Fax
(Name) Jim Carpenter		(Phone) (530) 743-0317
(Title) President, Board of Directors		(Fax) (530) 743-3203
E-Mail Address dircarpenter@opud.org		
(Name) Gary Bradford		(Phone) (530) 743-0317
(Title) Board of Directors		(Fax) (530) 743-3203
E-Mail Address dirbradford@opud.org		
(Name) Ron Dougherty		(Phone) (530) 743-0317
(Title) Board of Directors		(Fax) (530) 743-3203
E-Mail Address dirdougherty@opud.org		
(Name) Michael Morrison		(Phone) (530) 743-0317
(Title) Board of Directors		(Fax) (530) 743-3203
E-Mail Address dirmorrison@opud.org		
(Name) Jeff Phinney		(Phone) (530) 743-0317
(Title) Board of Directors		(Fax) (530) 743-3203
E-Mail Address dirphinney@opud.org		

In Witness Whereof, I have hereunto subscribed my name and affixed the seal of the Organization, if applicable, this 18th Day of October 2012.

By:
 Signature
 Lucinda Van Meter
 Print Name
 District Clerk
 Title

By:
 Signature
 Timothy Shaw
 Print Name
 General Manager
 Title



Business Signature Card

Y19 12 05 11

CHECK ONE:	<input type="checkbox"/> Signatures for New Account(s)	<input type="checkbox"/> Additional Signatures for Account(s)	<input checked="" type="checkbox"/> Replace <u>All</u> Signatures on Account(s)	Card 1 of 1
For BANK USE ONLY		<input type="checkbox"/> This Signature Card is for a New Account <input type="checkbox"/> This is the first DDA for this client		
Client Name/Account Holder: (For Sole Proprietor or Disregarded Entity, indicate the name of the owner.)		OLIVEHURST PUBLIC UTILITY DISTRICT		
Account Title:	OLIVEHURST PUBLIC UTILITY DISTRICT			
Address:	1970 9TH AVE	City, State, Zip	OLIVEHURST, CA 959614311 USA	
Account Number(s):	8614112956	Telephone Number:	(530) 743-0317	
		Tax ID Number: (For Sole Proprietor or Disregarded Entity, indicate TIN of owner.)	946003628	

INSTRUCTIONS: Use **BLACK OR BLUE** ink. Place the **Manual or Facsimile** signature within the box boundaries only. **Do Not** overlap signatures. Indicate if the signature is Manual or a Facsimile in the "PRINT NAME" box. When providing a Facsimile Signature, provide a Manual Signature too. **For your security, cross out all unused signature boxes before signing the signature card below.**

PRINT NAME	TITLE	SIGNATURE
<input type="checkbox"/> Manual <input type="checkbox"/> Facsimile Timothy Shaw	General Manager	
E-MAIL ADDRESS	PHONE NUMBER	
opudmgr@opud.org	(530) 743-0317	
<input type="checkbox"/> Manual <input type="checkbox"/> Facsimile Rebecca Courtright	Financial Manager	
E-MAIL ADDRESS	PHONE NUMBER	
rcourtright@opud.org	(530) 743-0317	
<input type="checkbox"/> Manual <input type="checkbox"/> Facsimile Lucinda Van Meter	District Clerk	
E-MAIL ADDRESS	PHONE NUMBER	
cvanmeter@opud.org	(743-0317)	
<input type="checkbox"/> Manual <input type="checkbox"/> Facsimile		
E-MAIL ADDRESS	PHONE NUMBER	

The undersigned, an authorized representative of the Account Holder, certifies that he/she has reviewed the information contained in this Signature Card, the Certificate Regarding Accounts, account authorization documents, and/or organizational documents of the Account Holder ("Authorized Documents"), and finds the information in this Signature Card accurate on this date and in accordance with the Authorization Documents. The Account Holder acknowledges receipt of, and agrees to be bound by, the terms and conditions governing the operation of accounts and services provided by JPMorgan Chase Bank, National Association, ("the Bank"), including the Account Terms and Service Terms, as may be amended or supplemented from time to time.

The undersigned is authorized to certify the names, titles, and signatures of authorized signers named in this Signature Card on this/these account(s) pursuant to the Authorization Documents. The undersigned certifies that the signatures presented on these pages are the signatures of persons authorized to sign and otherwise act on behalf of the Account Holder with respect to its account(s), banking transactions or services. The Bank is entitled to rely on the authority of the named person(s) until the Bank receives written revocation of such authority. No notice of revocation will be effective until the Bank has a reasonable opportunity to act on it.

Authorized Signature:	Title: Finance Manager	Date: 11-02-12
Authorized Signature:	Title:	Date:

INTERNAL USE ONLY	THE ABOVE INFORMATION AND SIGNATURE(S) WERE VERIFIED BY:
Print Name:	Initials:
Completion Date:	