

WILLIAM S. HART UNION HIGH SCHOOL DISTRICT  
RESOLUTION NO. 19/20-8

**A RESOLUTION APPROVING THE AGREEMENT FOR PURCHASE AND SALE OF  
SOLAR POWER GENERATING FACILITIES BETWEEN THE WILLIAM S. HART  
UNION HIGH SCHOOL DISTRICT AND HSD SOLAR HOLDINGS, LLC**

**WHEREAS**, on February 16, 2011, the District entered into a Solar Energy Power Purchase Agreement (“PPA”) with HSD Solar Holding, LLC (“HSD”), for the construction, installation, operation, and maintenance of nine (9) electricity grid-connected photovoltaic solar power facilities located at various District school sites and facilities (“Solar Facilities”);

**WHEREAS**, Article XIII, Section 13, of the PPA, as amended by that certain Consent, Acknowledgment and Agreement executed by the District on December 19, 2012, (“Consent”), grants the District a purchase option for buyout of the Solar Facilities;

**WHEREAS**, the District has provided timely written notice to HSD of its intent to terminate the PPA and exercise the purchase option, and the District and HSD have agreed to a purchase price of twenty-million dollars (\$20,000,000);

**WHEREAS**, the District seeks approval of an Agreement for Purchase and Sale of Solar Power Generating Facilities (“Purchase and Sale Agreement”) attached hereto as Exhibit A, with HSD to delineate the terms governing the District’s buyout, including a bill of sale and abandonment of easements related to the Solar Facilities.

**WHEREAS**, the District has secured financing for the purchase price of the buyout under that certain Lease-Purchase Agreement with Holman Capital Corporation approved by the Board through Resolution No. 19/20-1 on August 21, 2019.

**NOW THEREFORE, BE IT RESOLVED** that based on comments, staff reports and documentation reviewed by the Board, it is in the best interests of the District to enter into the Purchase and Sale Agreement; and

**BE IT FURTHER RESOLVED** that the Board hereby approves the Purchase and Sale Agreement in substantially the same form as attached hereto as Exhibit A, subject to minor revisions as recommended by legal counsel, but which will not materially alter the terms of the Agreement.

**BE IT FURTHER RESOLVED** that the District’s superintendent or a designee is authorized to take such actions and execute such agreements and documentation necessary to effect the intent of this Resolution and effectuate the buyout of the Solar Facilities.

**PASSED AND ADOPTED** by the Governing Board of the William S. Hart Union High School District, on this 2<sup>nd</sup> day of October, 2019 at a duly noticed meeting, by the following vote:

AYES:

NOS:

ABSTAIN:

ABSENT:

I, Robert Jensen, Jr., President of the Board of Trustees of the William S. Hart Union High School District, hereby certify that the foregoing is a full, true and correct copy of the Resolution adopted by the Board of Trustees on October 2, 2019.

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President of the Governing Board of the  
William S. Hart Union High School District

#### **CERTIFICATION**

I, Linda Storli, Clerk of the Governing Board of the William S. Hart Union High School District, certify that the foregoing Resolution was regularly introduced, passed, and adopted by the Board of Trustees at its meeting held on October 2, 2019.

DATED: \_\_\_\_\_, 2019

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Clerk of the Governing Board of the  
William S. Hart Union High School District