

**MINUTES OF THE
TWENTYNINE PALMS WATER DISTRICT FINANCING CORPORATION
ANNUAL MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION
AUGUST 22, 2007**

Call to Order and Roll Call

The meeting was called to order by Vice President Kerron "Sam" Moore at 5:30 p.m. at 72401 Hatch Road, Twentynine Palms, California. Those responding to roll call were Directors Edith Carter, Philip Cisneros, Sam Moore and Milford Yockey. Director Alan Anthony arrived at 5:33 p.m. Also present were General Manager Mike Wright, Operations Superintendent Ray Kolisz, Financial Consultant Wayne Jones, and District Secretary Annie Alexander.

Public Comments

None

A. Approval of Minutes

Director Carter moved the minutes be approved as submitted, seconded by Director Cisneros and unanimously approved by the Board as follows:

Ayes: Directors Carter, Cisneros Moore and Yockey
Noes: None
Abstain: None
Absent: Director Anthony

B. Election of Officers

Nominations were opened at 5:31 p.m.

1. President

Director Yockey nominated Alan Anthony, seconded by Director Moore and approved by the following vote:

Ayes: Directors Carter, Cisneros, Moore and Yockey
Noes: None
Abstain: None
Absent: Director Anthony

2. Vice President

Director Carter nominated Sam Moore, seconded by Director Yockey and approved by the following vote:

Ayes: Directors Carter, Cisneros, Moore and Yockey
Noes: None
Abstain: None
Absent: Director Anthony

3. Chief Financial Officer
Director Carter nominated Mike Wright, seconded by Director Yockey and approved by the following vote:

Ayes: Directors Carter, Cisneros, Moore and Yockey
Noes: None
Abstain: None
Absent: Director Anthony

Nominations were closed at 5:32 p.m.

President Alan Anthony then arrived and conducted the remainder of the meeting.

- C. Statement of Investments and Activities
Mr. Jones presented an account recap of investments and activities focusing on debt pay down.
- D. Status of Projects
Mr. Wright reported that there were currently no ongoing projects and responded to questions from the Board.
- E. Adjournment
Director Anthony moved to adjourn the meeting at 5:36 p.m., seconded by Director Moore and unanimously approved by the Board.

Kerron E. Moore, Jr., Vice President
Board of Directors

Attest:

Mike Wright, Corporate Secretary
Twentynine Palms Water District
Financing Corporation