

RESOLUTION 2009-1
of the
Arizona Water Banking Authority

WHEREAS, the Commission of the Arizona Water Banking Authority (“Commission”) has entered into the Second Amended Agreement for Interstate Water Banking (“Agreement”) with Nevada;

WHEREAS, the Agreement has a provision that allows the Commission’s authorized representative to make changes to specific articles of the Agreement;

WHEREAS, the Chairman of the Commission has been identified as the authorized representative;

WHEREAS, the Agreement has no specific guidance on the extent of the authorized representative’s authority;

WHEREAS, the members of the Commission deem that it is in the best interest of the Commission to provide such guidance.

NOW, THEREFORE, BE IT RESOLVED by the Commission as follows:

1. The authorized representative may modify or amend provisions of the Agreement that deal with performance dates, annual quantities of Intentionally Created Unused Apportionment and administration fees;
2. The authorized representative may not modify or amend provisions of the Agreement that deal with the quantity of long-term credits to be accrued or payment amounts by Nevada, other than administration fees;
3. Before modifying or amending the Agreement in a manner authorized by paragraph 1 above, the authorized representative shall consult individually

with each Commission member. If a Commission member determines that the proposed modification or amendment is outside the scope of the authorized representative's authority as provided in paragraph 1, the modification or amendment shall be referred to the Commission for further discussion and possible formal action. In such an event, the authorized representative shall not make the amendment or modification unless specifically authorized to do so by the Commission;

4. If the Chairman cannot act as the authorized representative due to a conflict of interest, illness or other circumstance, the Commission shall appoint an alternate authorized representative who shall be a member of the Commission.

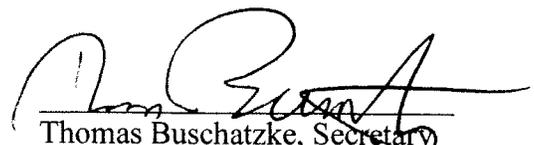
IN WITNESS WHEREOF, the Chairman of the Commission ratifies the action of the Commission approving this Resolution by affixing his signature below on this

23rd day of September, 2009.



Herbert R. Guenther, Chairman
Arizona Water Banking Authority

Attest:



Thomas Buschatzke, Secretary
Arizona Water Banking Authority