

ASSOCIATE MEMBERSHIP AGREEMENT

by and between the

CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY

and the

SAN BERNARDINO COUNTY FIRE PROTECTION DISTRICT

THIS ASSOCIATE MEMBERSHIP AGREEMENT (this “Associate Membership Agreement”), dated as of September __, 2021 by and between the CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY (the “Authority”) and the SAN BERNARDINO COUNTY FIRE PROTECTION DISTRICT, a fire protection district created pursuant to the Fire Protection District Law of 1987 (Part 2.7 of Division 12 of the California Health and Safety Code) governed *ex officio* by the San Bernardino County Board of Supervisors (the “District”);

WITNESSETH:

WHEREAS, the Cities of Selma, Lancaster and Eureka (individually, a “Member” and collectively, the “Members”), have entered into a Joint Powers Agreement, dated as of June 1, 2006 (the “Agreement”), establishing the Authority and prescribing its purposes and powers; and

WHEREAS, the Agreement designates the Executive Committee of the Board of Directors and the President of the California Association for Local Economic Development as the initial Board of Directors of the Authority; and

WHEREAS, the Authority has been formed for the purpose, among others, to assist for profit and nonprofit corporations and other entities to obtain financing for projects and purposes serving the public interest; and

WHEREAS, the Agreement permits any other local agency in the State of California to join the Authority as an associate member (an “Associate Member”); and

WHEREAS, the District desires to become an Associate Member of the Authority; and

WHEREAS, the Board of Directors of the Authority has determined that the District should become an Associate Member of the Authority; and

WHEREAS, the Board of Directors of the District has adopted a resolution approving the Associate Membership Agreement and the execution and delivery thereof; and

NOW, THEREFORE, in consideration of the above premises and of the mutual promises herein contained, the Authority and the District do hereby agree as follows:

Section 1. Associate Member Status. The District is hereby made an Associate Member of the Authority for all purposes of the Agreement and the Bylaws of the Authority, the provisions of which are hereby incorporated herein by reference. From and after the date of execution and delivery of this Associate Membership Agreement by the District and the Authority, the District shall be and remain an Associate Member of the Authority.

Section 2. Restrictions and Rights of Associate Members. The District shall not have the right, as an Associate Member of the Authority, to vote on any action taken by the Board of Directors or by the Voting Members of the Authority.

Section 3. Effect of Prior Authority Actions. The District hereby agrees to be subject to and bound by the Agreement and the Bylaws; provided, however, that the Authority agrees that the District will not be bound by any amendment to the Bylaws that in any way either increases the District's responsibilities or potential liability under this Agreement or diminishes the District's rights under this Agreement.

Section 4. No Obligations of Associate Members. The debts, liabilities and obligations of the Authority shall not be the debts, liabilities and obligations of the District.

Section 5. Execution of the Agreement. Execution of this Associate Membership Agreement shall satisfy the requirements of the Agreement and Article XII of the Bylaws of the Authority for participation by the District in all programs and other undertakings of the Authority.

IN WITNESS WHEREOF, the parties hereto have caused this Associate Membership Agreement to be executed and attested by their proper officers thereunto duly authorized, on the day and year first set forth above.

**CALIFORNIA ENTERPRISE
DEVELOPMENT AUTHORITY**

By _____
Gurbax Sahota, Chair of the
Board of Directors

Attest:

By _____
Michelle Stephens, Assistant Secretary

**SAN BERNARDINO COUNTY FIRE
PROTECTION DISTRICT**

By _____
Name _____
Title _____

Attest:

By _____
Name _____
Title _____