

MINUTES OF THE APRIL 16, 2009, MEETING OF THE SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY

A special meeting of the Board of Directors was held on April 16, 2009, at the offices of the Anaheim Public Utilities, 201 South Anaheim Boulevard, Anaheim, California.

The meeting was called to order at 10:45 a.m. by President Marcie Edwards.

The following Board members (M) and alternates (A) were present and acting in their capacity as representative for their utility: Marcie L. Edwards, Anaheim (M); Joseph F. Hsu, Azusa (M); James D. Earhart, Banning (M); Ronald E. Davis, Burbank (M); Jeannette Olko, Colton (M); Ned Bassin, Glendale (A); LeiLani Johnson Kowal, Los Angeles (M); Eric Klinkner, Pasadena (A); David H. Wright, Riverside (M).

Staff present were: Executive Director Bill D. Carnahan; SCPA staff members Phyllis Brown, Richard M. Helgeson, Steven L. Homer, Craig A. Koehler, Geri L. Mitchell, and David G. Walden; and Therese Savery, Manager of SCPA Accounting.

Attorneys and consultants present included: Stephen Cole, Fulbright & Jaworski.

1. Notice/Agenda Opportunity for the Public to Address the Board

President Edwards afforded the public an opportunity to address the Board.

2. Approval of Minutes

Mr. Davis moved to approve the minutes of the meeting held March 19, 2009. The motion was seconded by Mr. Wright, and unanimously approved.

3. Executive Director's Report

Mr. Carnahan referenced his written report and discussed the highlights, including efforts to acquire renewable resources, and financing preparations.

Mr. Carnahan presented Resolution No. 2009-50, authorizing potential applications to the U.S. Department of Energy for a Smart Grid Project and any other funding available to SCPA. Formation of a new ad hoc committee was discussed. Mr. Wright moved that Resolution No. 2009-50 be approved. The motion was seconded by Mr. Klinkner and unanimously approved.

4. Finance and Accounting Manager's Report

Mr. Koehler reported on the April 6, 2009, meeting of the Finance Committee, and presented the Investment Reports for the month ended February 28, 2009. The reports were received and filed.

Mr. Koehler reported on the activities of the Customer Service Committee.

Mr. Koehler reported on the completed Magnolia refinancing, the Palo Verde escrow restructuring, and the status of financing for Milford II Wind Project and the Raser 3 & 4 Geothermal Projects.

Mr. Koehler presented Resolution No. 2009-45, authorizing reimbursement of expenses relating to the issuance of bonds for the Milford II Wind Project. Mr. Davis moved that Resolution No. 2009-45 be approved. The motion was seconded by Ms. Olko and unanimously approved.

Mr. Koehler presented Resolution Nos. 2009-46 and 2009-47, authorizing reimbursement of expenses relating to the issuance of bonds for the Raser 3 and Raser 4 Geothermal Projects. Mr. Davis moved that Resolution Nos. 2009-46 and 2009-47 be approved. The motion was seconded by Mr. Earhart and unanimously approved.

Mr. Koehler presented Resolution No. 2009-48, authorizing the Tieton Hydropower Project Agency Agreement. Mr. Davis moved that Resolution No. 2009-48 be approved. The motion was seconded by Ms. Olko and approved by Project Roll Call Vote, with Cerritos, Imperial, and Vernon, absent, and Anaheim, Azusa, Banning, Colton, Pasadena, and Riverside present but not voting.

5. Energy Systems Manager's Report

Mr. Walden referenced his written report, which discussed efforts relating to renewable energy projects, including wind, solar, geothermal, and small hydro projects; and the meetings of the Public Benefits Committee, member resource planners, and the Natural Gas Committee.

Mr. Walden presented Resolution No. 2009-41, authorizing the Ice Energy Project Reimbursement Agreement, Resolution No. 2009-42, authorizing the Ice Energy Project Development Agreement, Resolution No. 2009-43, authorizing the establishment of an Ice Energy Project Working Group, and Resolution No. 2009-44, authorizing the Ice Energy Project and an application to the U.S. Department of Energy.

Mr. Hsu moved that Resolution Nos. 2009-41, 2009-42, 2009-43, and 2009-44 be approved. The motion was seconded by Mr. Davis and unanimously approved.

6. Government Affairs Manager's Report

Ms. Brown presented her written report, and discussed legislative activities in Sacramento and Washington, D.C.

7. Project Administrator's Report

Mr. Homer referenced the written reports, and updated the Board on issues at the projects.

Mr. Homer presented Resolution No. 2009-49, approving the 2008/2009 Annual Project Budget for the Tieton Hydropower Project. Mr. Davis moved by Resolution No. 2009-49 be approved. The motion was seconded by Ms. Kowal and approved by Project Roll Call Vote, with Cerritos, Imperial, and Vernon, absent, and Anaheim, Azusa, Banning, Colton, Pasadena, and Riverside present but not voting.

Mr. Homer presented the Quarterly Project Budget Comparisons for the quarter ended December 31, 2008.

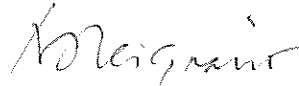
8. Closed Session

At this point, the Board went into closed session to discuss pending and potential litigation, and performance evaluation of the Executive Director. No action was taken.

9. Adjournment

There being no further business, the meeting was adjourned at 12:49 p.m.

Respectfully submitted,



Mario C. Ignacio
Assistant Secretary