

RESOLUTION NO. 2018-102

**RESOLUTION OF THE SOUTHERN CALIFORNIA
PUBLIC POWER AUTHORITY AUTHORIZING THE
EXECUTIVE DIRECTOR TO EXECUTE A FIFTH
AMENDMENT TO THE PERSONAL SERVICES
AGREEMENT WITH MR. RAMON REDONDO, AND
PROVIDING FOR ADDITIONAL CONTRIBUTIONS TO
THE AUTHORITY'S REVOLVING GENERAL FUND, AND
TAKING CERTAIN RELATED ACTION
(RESTRUCTURING)**

WHEREAS, the City of Los Angeles acting by and through its Department of Water and Power (the "LADWP") has a continued need for a special skilled Contractor to provide caretaker service for its 160-acre property in Imperial County ("LADWP Property"); and

WHEREAS, Mr. Ramon Redondo ("Redondo") has served as the caretaker of the LADWP Property on a continuous basis for a period that extends to the time prior to LADWP's ownership of the property, and LADWP as part of its due diligence has interviewed Redondo, evaluated the qualifications, contacted references, and determined that Redondo is qualified for providing the required caretaker service for the 160-acre property; and

WHEREAS, Redondo, a skilled independent contractor located in Niland, California is well qualified to provide Services; and

WHEREAS, the Board of Directors of Authority agrees to extend the Personal Services Agreement between the Authority and Redondo for an additional two (2) year term with an option to extend the term of the agreement for an additional two (2) year term if so desired by LADWP and approved by the Executive Director of the Authority, and bill all expenses and costs for retaining Redondo to LADWP; and

WHEREAS, the Board of Directors of the Authority, in its Resolution No. 1990-15, established a revolving general fund (the General Fund) for the payment of costs and expenses incurred by the Authority from time to time in carrying out its purposes; and

WHEREAS, the Board of Directors of the Authority, in its Resolution No. 1992-1, provided for the continuation of the General Fund and established a procedure to be followed with respect to additional contributions to the General Fund; and

WHEREAS, the Board of Directors of the Authority, in its Resolution No. 1995-2, provided for a separate bank account (the Joint Planning Account) to hold and disburse the additional contributions to the General Fund with respect to joint planning matters; and

WHEREAS, the Board of Directors of the Authority, in its Resolution No. 1995-13, changed the name of the Joint Planning Account to the Restructuring Account; and

WHEREAS, the Board of Directors of the Authority wishes to provide for additional contributions to the General Fund, and certain Members of the Authority are willing to make such additional contributions.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Authority as follows:

1. The Executive Director is authorized and directed to amend and extend the term of the existing personal services agreement with Redondo for an additional two (2) year term with an option to extend the term of the agreement for an additional two (2) year term, at the request of LADWP, and bill all costs and expenses for services of Redondo to LADWP.
2. The Board of Directors hereby provides for additional contributions to the General Fund. Notwithstanding anything to the contrary in Resolution No. 1992-1, such additional contributions,
 - a. shall be solely for the purpose of paying costs and expenses incurred by the Authority with respect to Services provided by Redondo, and pending application for such purpose the contributions shall not be expended to pay costs or expenses properly allocable to one or more projects as provided in Section 3 of Resolution No. 1992-1;
 - b. with respect to each bill SCPPA receives from Redondo, each such invoice shall be billed to LADWP; and
 - c. shall be billed and collected by adding the amounts provided above to the Authority's Palo Verde Project billings, with such amounts designated as "Resolution No. 2018-102 Charge." In the alternative, LADWP may elect to be billed under the Alternative Billing Method authorized by Resolution 2015-025 in accordance with the billing method prescribed therein.
3. Although the amounts to be contributed under this Resolution and related income shall constitute part of the General Fund, they shall be held and accounted for in a separate subaccount within the existing Restructuring Account. The Executive Director of the Authority is hereby directed to establish a subaccount (the Redondo Subaccount) within the Restructuring Account for the purpose of holding contributions and related income, and making disbursements, under this Resolution. The President, Vice President, Secretary, any Assistant Secretary and the Executive Director of the Authority are each authorized to execute checks drawn on the Restructuring Account from time to time.
4. Amounts contributed to and held in the General Fund and the Redondo Subaccount pursuant to this Resolution will not be contributed or held for the purposes of any project for which the Authority has obtained any form of external financing. Such amounts shall not constitute (a) Revenues, or (b) revenues, income, rents or receipts derived by the Authority from or attributable to Authority Capacity (or to the payment of the costs thereof) or the ownership or operation of any Project. As used herein, "Revenues," "Authority Capacity," and "Project" shall have the respective meanings set forth in the indentures of trust and other instruments governing the external financing arrangements entered into from time to time by the Authority.

5. Notwithstanding paragraphs 2, 3 and 4 of this Resolution, to the extent the services to be provided by Redondo will be in furtherance of a Project or Project Element under the Phase II Renewable Development Project as approved by Resolution No. 2012-008, charges for services provided to LADWP may, at the election of LADWP, be charged to LADWP on its Hoover Upgrading or Palo Verde bill as a "Resolution No. 2012-008" charge instead of as a charge pursuant to this Resolution.
6. The President, Vice President, Secretary, any Assistant Secretary, Executive Director and any other officer of the Authority are each hereby authorized to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Resolution.
7. This Resolution shall become effective immediately.

THE FOREGOING RESOLUTION is approved and adopted by the Authority this 15th day of November 2018.



PRESIDENT
Southern California
Public Power Authority

ATTEST:



ASSISTANT SECRETARY
Southern California
Public Power Authority