

**RESOLUTION NO. 2018-106**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY  
APPROVING AND AUTHORIZING THE EXECUTIVE  
DIRECTOR TO EXECUTE A FIRST AMENDMENT TO THE  
LEGAL SERVICES AGREEMENT WITH ARNOLD &  
PORTER KAYE SCHOLER LLP.**

WHEREAS, the Southern California Public Power Authority (SCPPA) was created pursuant to provisions contained in the Joint Exercise of Powers Act found in Chapter 5 of Division 7 of Title 1 of the Government Code of California, as amended from time to time (the "Act"), by its members, which are municipalities and an irrigation district that supply, among other things, electrical energy, in the State of California, for the purpose of jointly and cooperatively undertaking the planning, financing, development, acquisition, construction, improvement, betterment, operation, and maintenance, of projects for the generation or transmission of electric energy, including the development and implementation of systems and frameworks for the acquisition and delivery of secure, long-term reliable supplies of renewable electric energy; and

WHEREAS, SCPPA has need from time to time for advocacy services related to state legislative developments that impact publicly owned utilities; and

WHEREAS, SCPPA entered into a legal services agreement with Arnold & Porter Kaye Scholer LLP ("APKS") in April 2017, for such services for a term of three years; and

WHEREAS, APKS has been a key component in SCPPA's development of an effective presence for its members before the state Legislature, and in order to maintain that effectiveness over the long term it is the desire and intent of the Board that the Agreement be extended to June 30, 2023 and that the monthly fee be increased from \$12,500 to \$15,000.

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

1. The Board of Directors hereby approves the First Amendment to the Legal Services Agreement ("Amendment") between the Authority and Arnold & Porter Kaye Scholer LLP, a copy of which has been presented to the Board herewith, (1) extending the term through and including June 30, 2023, and (2) increasing the monthly fee from \$12,500 to \$15,000 commencing January 1, 2019, and the Executive Director of the Authority is authorized and delegated the authority to execute and deliver said Amendment on behalf of the Authority.
2. The Executive Director of the Authority is further 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.

3. This Resolution shall become effective immediately.

THE FOREGOING RESOLUTION is approved and adopted by the Authority this 20th day of December 2018.



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PRESIDENT  
Southern California Public  
Power Authority

ATTEST:



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ASSISTANT SECRETARY  
Southern California Public  
Power Authority