

RESOLUTION NO. 1996-3

RESOLUTION OF THE BOARD OF DIRECTORS OF SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY (I) AUTHORIZING PREPARATION OF ALL DOCUMENTS NECESSARY OR APPROPRIATE TO REFUND CERTAIN SOUTHERN TRANSMISSION PROJECT SENIOR LIEN BONDS AND (II) AUTHORIZING THE OFFICERS OF THE AUTHORITY TO DO ALL THINGS DEEMED NECESSARY OR PROPER

WHEREAS, the Finance Committee of the Southern California Public Power Authority (the "Authority") at a meeting held on February 5, 1996 has determined that it is in the best interest of the Authority to proceed with the preparation of such documents as are necessary or appropriate to refund certain Southern Transmission Project senior lien bonds by the issuance of Transmission Project Revenue Bonds, 1996 Subordinate Refunding Series (the "Bonds"); and


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

1. The Authority's staff and the Authority's team of financing professionals, including the Authority's financial advisor and its co-bond counsel, are hereby authorized to prepare such documents as are necessary or appropriate to issue the Bonds.

2. Each of the President, Vice President, Secretary and any Assistant Secretary of the Authority, and any other officer of the Authority, is hereby authorized and directed 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 15th day of February, 1996.



PRESIDENT
Southern California Public
Power Authority

ATTEST:



ASSISTANT SECRETARY
Southern California Public
Power Authority