

RESOLUTION NO. 2009-18

RESOLUTION OF THE BOARD OF DIRECTORS OF SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY (I) APPOINTING A POOL OF INVESTMENT BANKING FIRMS TO BE SELECTED FROM IN FINANCING RENEWABLE PROJECTS AND (II) AUTHORIZING OFFICERS OF THE AUTHORITY TO DO ALL THINGS DEEMED NECESSARY OR APPROPRIATE

WHEREAS, members of the Southern California Public Power Authority (the "Authority") are actively involved in acquiring renewable capacity and energy and have asked the Authority to assist in the acquisition (whether by purchase of projects, prepayment, power purchase agreements or otherwise) of renewable capacity and energy;

WHEREAS, the financing of renewable facilities and resources often requires specialized knowledge about such financings, including specialized knowledge from investment banking firms;

WHEREAS, the Finance Committee has determined that it is in the best interest of the Authority to have a separate team of experienced investment banking firms with knowledge of renewable financings;

WHEREAS, recently the Authority widely distributed a Request for Proposals to investment banking firms regarding the establishment of a pool of investment bankers for renewable financings;

WHEREAS, on February 2, 2009, the Finance Committee and its Financial Advisor discussed the proposals received from the investment banking firms;

WHEREAS, on February 9, 2009, the Finance Committee interviewed a number of experienced investment banking firms capable of financing renewable projects; and

WHEREAS, the Finance Committee has identified the following investment banking firms to be included, subject to Board approval, in the pool of investment banking firms for renewable financings (the "Renewable Underwriting Pool"), from which one or more firms would be selected, following Board approval, for each renewable financing:

Backstrom McCarley Berry & Co.;
Barclays Capital;
Citigroup Capital Markets Inc.;
E. J. De La Rosa & Co., Inc.;
Fidelity Investments;
Goldman, Sachs & Co.;
JP Morgan Securities Inc.;
Loop Capital Markets, LLC;
Merrill Lynch/Banc of America;
Morgan Stanley & Co.;
RBC Capital Markets;
Siebert Brandford Shank & Co., LLC; and
Stone & Youngberg LLC.

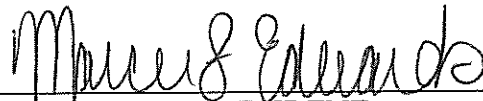
NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Authority as follows:

1. The Renewable Underwriting Pool is hereby established, with the members of such Pool to be those investment banking firms listed above.

2. Each of the President, Vice President, Executive Director, 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 appropriate for carrying out the transactions contemplated by this Resolution.

3. This Resolution shall become effective immediately.

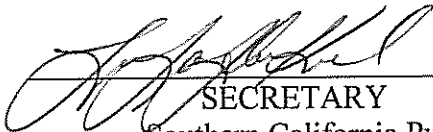
THE FOREGOING RESOLUTION is approved and adopted by the Authority this 19th day of February, 2009.



PRESIDENT

Southern California Public
Power Authority

ATTEST:



SECRETARY

Southern California Public
Power Authority