

RESOLUTION NO. 2007-17

RESOLUTION RELATING TO THE NATURAL GAS ACQUISITION PROJECT AUTHORIZING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL INDENTURE OF TRUST AND AUTHORIZING THE OFFICERS OF THE AUTHORITY TO DO ALL OTHER THINGS DEEMED NECESSARY OR ADVISABLE.

WHEREAS, the Southern California Public Power Authority (the "Authority") and certain of its members have acquired natural gas resources, reserves, fields, wells and related facilities as part of a natural gas acquisition project (the "Project") in order to provide a long-term supply of natural gas to such members for the purpose of fueling electrical generation needs of such members;

WHEREAS, on July 1, 2005, the Authority issued its Natural Gas Project Revenue Bond, Draw Down Series 2005A (Taxable) (the "Bond") to fund the capital costs of the Project for the benefit of the Cities of Anaheim, Burbank and Colton (the "Project A Participants");

WHEREAS, although the Bond matures on July 1, 2007, the Bond provides that the maturity of the Bond may be extended to January 1, 2008;

WHEREAS, the Authority and the Project A Participants desire to extend the maturity of the Bond to January 1, 2008 in order to have sufficient time to prepare a long-term financing to redeem the Bond and to provide additional moneys to the Project A Participants for future capital costs relating to the Project;

WHEREAS, the Bond was issued pursuant to the Indenture of Trust, dated as of July 1, 2005, between the Authority and U.S. Bank National Association, as trustee (the "Trustee") (the "Indenture"); and

WHEREAS, in order to extend the maturity of the Bond, a Supplemental Indenture of Trust, dated as of May 1, 2007, between the Authority and the Trustee (the "Supplemental Indenture"), has been prepared in accordance with the Indenture;

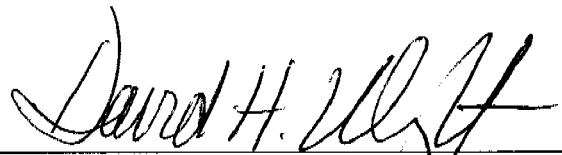
BE IT RESOLVED by the Board of Directors of the Southern California Public Power Authority as follows:

1. Each of the President and Vice President and each of the Secretary and any Assistant Secretary of the Authority are hereby authorized to execute and deliver the Supplemental Indenture, in substantially the form on file with the Authority, with such changes, insertions and omissions as shall be approved by said President or Vice President (such approval to be conclusively evidenced by his or her execution and delivery thereof), and each of the Secretary and any Assistant Secretary is hereby authorized to affix the seal of the Authority thereto. The form of the Supplemental Indenture is hereby made a part of this Resolution as though set forth in full herein and the same hereby is approved.

2. Each of the President, Vice President, Secretary and any Assistant Secretary, the Executive Director and any other officer of the Authority is hereby authorized to execute and deliver any and all agreements, amendments to agreements, documents and instruments and to do and cause to be done any and all acts and things deemed necessary or advisable for carrying out the transactions contemplated by this Resolution. The references in this Resolution to the President, Vice President, Secretary, Assistant Secretary or Executive Director shall refer to the person holding such office or position, as applicable, at the time a given action is taken and shall not be limited to the person holding such office or position at the time of the adoption of this Resolution. All actions heretofore taken by the officers, employees and agents of the Authority in furtherance of the transactions contemplated by this Resolution are hereby approved, ratified and confirmed.

3. This Resolution shall become effective immediately.

THE FOREGOING RESOLUTION is approved and adopted by the Authority, this 17th day of May, 2007.



PRESIDENT
Southern California Public
Power Authority

ATTEST:



SECRETARY
Southern California Public
Power Authority