

RESOLUTION NO. 1988-12

RESOLUTION OF THE SOUTHERN CALIFORNIA PUBLIC POWER  
AUTHORITY (AUTHORITY) APPROVING THE AUTHORITY'S  
EXECUTION AND DELIVERY OF THE CERTIFICATE OF  
COMPLETION WITH RESPECT TO THE INITIAL FACILITIES  
OF THE SOUTHERN TRANSMISSION SYSTEM (STS)

WHEREAS, the Authority has received a letter (attached hereto as Exhibit A) in connection with the STS from the Department of Water and Power, as Authority Agent pursuant to the Agency Agreement, dated May 1, 1983, advising the Authority, among other things, that construction of the Initial Facilities of the STS has been completed.

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

1. The representations and provisions of the Certificate of Completion be and the same are hereby approved and adopted substantially in the form attached hereto as Exhibit B. The President or Vice President are hereby authorized and directed to execute and deliver said Certificate of Completion, with such changes, insertions and omissions as shall be approved by said President or Vice President (such approval to be evidenced by his execution and delivery thereof).

2. The President, Vice President and other officers of the Authority are hereby authorized and directed 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 3rd day of August 1988.

  
\_\_\_\_\_  
PRESIDENT

Southern California Public  
Power Authority

ATTEST:

  
\_\_\_\_\_  
ASSISTANT SECRETARY  
Southern California Public  
Power Authority



TOM BRADLEY  
Mayor

Commission  
RICK J. CARUSO, *President*  
JACK W. LEENEY, *Vice President*  
ANGEL M. ECHEVARRIA  
CAROL WHEELER  
WALTER A. ZELMAN  
JUDITH K. DAVISON, *Secretary*

PAUL H. LANE, *General Manager and Chief Engineer*  
NORMAN E. NICHOLS, *Assistant General Manager - Power*  
DUANE L. GEORGESON, *Assistant General Manager - Water*  
DANIEL W. WATERS, *Assistant General Manager - External Affairs*  
NORMAN J. POWERS, *Chief Financial Officer*

EXHIBIT A

July 22, 1988

Mr. Arthur T. Devine  
Executive Director  
Southern California Public Power Authority  
613 East Broadway, Third Floor  
Glendale, California 91205

Dear Mr. Devine:

Notification of Completion of the Initial Facilities  
of the Southern Transmission System

This letter is to notify you that on July 1, 1988, the Intermountain Power Agency filed a Certificate of Completion for the Intermountain Power Project (IPP) stating: (1) the Initial Facilities have been completed in accordance with the plans and specifications applicable thereto and in accordance with the Construction Management and Operating Agreement, and (2) the date of said completion was May 23, 1988.

The Department of Water and Power (Department), as Project Manager for the IPP, advises that construction of the Initial Facilities for the Southern Transmission System (STS) has been completed. Subsection 7 of Section 503 of the Indenture of Trust provides that the completion of construction of the Initial Facilities shall be evidenced by a Certificate of Completion signed by an Authorized Authority Representative, which shall be filed with the Trustee, stating:

(1) That the Initial Facilities have been completed in accordance with the plans and specifications applicable thereto,

(2) The date of such completion and,

(3) The amount, if any, required in the opinion of the signer or signers for the payment of any remaining part of the Cost of Acquisition of Capacity of the Initial Facilities.

The Department, as Authority Agent, pursuant to the Agency Agreement dated May 1, 1983 advises that as of June 30, 1988, the sum of \$10,096,385.23 remains in the Initial Facilities Account in the Construction Fund and recommends that all \$10,096,385.23 be retained therein for payment for the remaining Cost of Acquisition of Capacity of the Initial Facilities.

Sincerely,

NORMAN E. NICHOLS

Assistant General Manager - Power

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EXHIBIT B

CERTIFICATE OF COMPLETION

I, Gale A. Drews, on behalf of the Southern California Public Power Authority (SCPPA), and as an Authorized Authority Representative of SCPPA, do hereby certify, in accordance with the provisions of Subsection 7 of Section 503 of SCPPA's Indenture of Trust dated May 1, 1983, and entered into in connection with the Southern Transmission System (Indenture of Trust), as follows:

(1) The Initial Facilities have been completed in accordance with the plans and specifications applicable thereto,

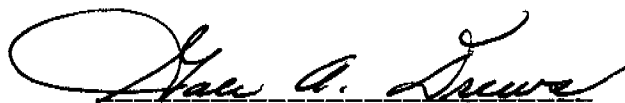
(2) The date of said completion was May 23, 1988, and

(3) In my opinion, the current balance in the Initial Facilities Account in the Construction Fund is required for the payment of any remaining part of the Cost of Acquisition of Capacity thereof. Further, SCPPA contemplates depositing additional moneys in the Initial Facilities Account to pay Cost of Acquisition of Capacity. Such additional moneys shall also be retained in the Initial Facilities Account, subject to transfer at the direction of the Authority pursuant to Subsection 7 of Section 503 of the Indenture of Trust.

All capitalized terms used in this Certificate of Completion and not defined herein shall have the meanings set forth in the Indenture of Trust.

Dated: August 3, 1988

SOUTHERN CALIFORNIA PUBLIC  
POWER AUTHORITY



GALE A. DREWS  
PRESIDENT

8-4-88  
Original  
of this document  
to trustee,  
Security Pacific Bank