

RESOLUTION NO. 1995-25

RESOLUTION OF THE SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY WITH RESPECT TO THE PALO VERDE PROJECT: (I) DETERMINING THAT SURPLUS AMOUNTS ARE AVAILABLE IN CERTAIN ACCOUNTS CREATED UNDER THE PALO VERDE INDENTURE; (II) AUTHORIZING THE TRANSFER OF SUCH SURPLUS AMOUNTS TO THE RENEWAL AND REPLACEMENT ACCOUNT; (III) AMENDING THE PALO VERDE ANNUAL BUDGET; AND(IV) TAKING RELATED ACTION

WHEREAS, the Authority has been advised that the amount collected for the Palo Verde project from the Palo Verde participants for the Power Supply Year ended June 30, 1995 exceeds by approximately \$11,100,000 (the "Surplus Amount") the actual amount expended relating to such Power Supply Year; and

WHEREAS, the Surplus Amount is currently on deposit in certain accounts created under the Authority's Indenture of Trust relating to the Palo Verde Project, date as of July 1, 1981, as amended and supplemented (the "Indenture"); and

WHEREAS, based upon the information currently available to the Authority, the Authority considers it advisable at this time to retain the Surplus Amount in the Indenture as a reserve for the payment of future costs relating to the Palo Verde Project; and

WHEREAS, the authority desires to transfer the Surplus Amount to the Renewal and Replacement Account; and

WHEREAS, moneys in the Renewal and Replacement Account in the Reserve and Contingency Fund created under the Indenture may be applied to pay costs of Capital Improvements; and

WHEREAS, under certain circumstances moneys in the Renewal and Replacement Account not needed to pay costs of Capital Improvements may be transferred (I) to the Operating Fund created under the Indenture to make up any deficiencies in the Operating Fund or (ii) to the General Reserve Fund created under the Indenture to be used for any lawful purpose of the Authority related to the Palo Verde Project; and

WHEREAS, as a result of the transfer of the Surplus Amount to the Renewal and Replacement Account it is necessary and appropriate to adopt an amended Annual Budget for the Palo Verde Project; and

WHEREAS, capitalized terms used herein and not defined herein have the respective meanings ascribed thereto in the Indenture.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY that:


1. Each Authorized Authority Representative is hereby authorized to cause the transfer of the Surplus Amount to the Renewal and Replacement Account created under the Indenture.

2. The amended Annual Budget of the Authority for the remainder of the current Power Supply Year, as submitted to the Board of Directors, is hereby approved, and the Executive Director is hereby authorized and directed to file with the Trustee the amended Annual Budget with such changes as he deems necessary or appropriate.

3. Each of the President, Vice President, Secretary, any Assistant Secretary, Executive Director, and other Authorized Authority Representative is 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.

4. This Resolution shall become effective immediately.

THE FOREGOING RESOLUTION is approved and adopted by the Authority, this 16th day of November 1995.



PRESIDENT
Southern California Public
Power Authority

ATTEST:



ASSISTANT SECRETARY
Southern California Public
Power Authority