



**SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY**  
**NOTICE OF MEETING**  
**Board of Directors**

**NOTICE IS HEREBY GIVEN** by the undersigned, as the Executive Director of the Southern California Public Power Authority, that a regular meeting of the Board of Directors is to be held as follows:

|               |  |
|---------------|--|
| <b>Date:</b>  | September 18, 2008   |
| <b>Time:</b>  | 10:30 a.m.   |
| <b>Place:</b> | Southern California Public Power Authority<br>225 S. Lake Avenue, Suite 1250<br>Pasadena, California 91101<br>(626) 793-9364 |

The following matters are the business to be transacted and considered by the Board of Directors:

**1. Notice/Agenda and Opportunity for the Public to Address the Board**

Any member of the Board may request that items on the agenda be taken out of order, or that items be added to the agenda pursuant to the provisions of Section 54954.2(b) of the California Government Code.

Any member of the public may address the Board on any item of interest to the public before or during the Board's consideration of the item, provided the item is within the subject matter jurisdiction of the Board.

**2. Approval of Minutes**

The Board will be requested to approve the minutes of the regular meeting held August 21, 2008.

**3. Executive Director's Report**

The Executive Director's Report will report on activities since the last Board meeting.

#### 4. Finance and Accounting Manager's Report

The Finance and Accounting Manager will report on the September 8, 2008, meeting of the **Finance Committee**, and the status of current financing activities. The Finance Committee has recommended:

- Receipt and filing of the **Investment Report** for the month July 2008.
- Approval of **Resolution 2008-52**, authorizing the refunding of certain outstanding 2004 Series A Mead-Adelanto Project Revenue Bonds; the execution and delivery of an Indenture of Trust the issuance of Mead-Adelanto Project Revenue Bonds, 2008 Series A; an Indenture of Trust authorizing the issuance of Mead-Adelanto Project Revenue Bonds, 2008 Series B (Taxable); one or more Remarketing Agreements; a Purchase Contract, Standby Bond Purchase Agreements, an Escrow Agreement, a Third Supplemental Indenture of Trust; certain amendments to Interest Rate Swap Agreements; and the execution and delivery of an Official Statement.
- Approval of **Resolution 2008-53**, authorizing the refunding of certain outstanding 2004 Series A Mead-Phoenix Project Revenue Bonds; the execution and delivery of an Indenture of Trust, the issuance of Mead-Phoenix Project Revenue Bonds, 2008 Series A, an Indenture of Trust authorizing the issuance of Mead-Phoenix Project Revenue Bonds, 2008 Series B (Taxable), one or more Remarketing Agreements, a Purchase Contract, Standby Bond Purchase Agreements, an Escrow Agreement, a Third Supplemental Indenture of Trust and certain amendments to an Interest Rate Swap Agreement, and the execution and delivery of an Official Statement.
- Approval of **Resolution 2008-54**, authorizing the execution of Remarketing Agreements and approval of a new Remarketing Agent for the 2000 and 2001 Southern Transmission System Project Revenue Bonds, as a result of UBS resigning as Remarketing Agent.

#### 5. Energy Systems Manager's Report

The Energy Systems Manager will report on the status of current energy system activities, including Public Benefits, Resource Planning, and new projects.

The Public Benefits Committee is requesting Board approval of:

- **Resolution 2008-55:** Authorizing execution of an agreement with **Apogee** for information content, software set-up and usage, training and software support services.
- **Resolution 2008-56:** Authorizing execution of an agreement with **Black & Veatch** to perform technical studies, program assessment, and reporting.
- **Resolution 2008-57:** Authorizing execution of an agreement with **Build It Green** for consulting services with regard to energy efficient or "green" buildings, including training, certification, project support, and assistance.

5. **Energy Systems Manager's Report (continued)**

- **Resolution 2008-58:** Authorizing execution of an agreement with D-Base Communications dba **Energy Controls & Concepts (EC&C)** for small business energy usage survey and direct energy efficiency implementation services.
- **Resolution 2008-59:** Authorizing execution of an agreement with **Energy Federation Incorporated (EFI)** for compact fluorescent light bulbs and related services.
- **Resolution 2008-60:** Authorizing execution of an agreement with **North American Power Partners LLC (NAPP)** for demand response programs and related services.
- **Resolution 2008-61:** Authorizing execution of an agreement with **Organizational Support Services (OSS)** for pin-based compact fluorescent lamp fixtures and exchange event services.
- **Resolution 2008-62:** Authorizing execution of an agreement with **Resource Action Programs (RAP)** for energy and water efficiency education programs delivered through elementary schools.
- **Resolution 2008-63:** Authorizing execution of an agreement with **Richard Heath and Associates (RHA)** for small business energy usage survey and direct energy efficiency implementation services.
- **Resolution 2008-64:** Authorizing execution of an agreement with **Ryerson, Masters and Associates (RMA)** for California Climate Action Registry (CCAR) analysis and certification reporting.

6. **Government Affairs Manager's Report**

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, in Sacramento and Washington, D.C., and the upcoming 2008 State Legislative Staff Tour.

7. **Project Administrator's Report**

The Project Administrator will report on staff and agent activities related to generation and transmission projects.

- The Board will be asked to approve **Resolution 21008-65**, authorizing the Hoover Upgrading Power Project Annual Budget for the fiscal year October 1, 2008, through September 30, 2009.

The following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project:**
  - Monthly Status Report
  - Budget Comparison Report for the third quarter ended June 30, 2008
- **Magnolia Power Project:**
  - Monthly Status Report
  - Budget Comparison Report for the fiscal year ended June 30, 2008

7. Project Administrator's Report (continued)

- Mead-Adelanto Transmission Project Budget Comparison Report for the fiscal year ended June 30, 2008
- Mead-Phoenix Transmission Project Budget Comparison Report for the fiscal year ended June 30, 2008
- Natural Gas Project (Barnett) Budget Comparison Report for the fiscal year ended June 30, 2008
- Natural Gas Project (Pinedale) Budget Comparison Report for the fiscal year ended June 30, 2008
- Ormat Geothermal Project (Heber) Budget Comparison Report for the fiscal year ended June 30, 2008
- Palo Verde Power Project:
  - Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
  - Budget Comparison Report for the fiscal year ended June 30, 2008
- San Juan (Unit 3) Power Project:
  - Monthly Status Report on operations of the San Juan Generating Station
  - Budget Comparison Report for the fiscal year ended June 30, 2008.

8. Closed Session

- **Pending Litigation:** Conference with legal counsel regarding existing litigation related to the STS Project in the case of Gunn Hill Dairy Properties et al. v. Southern California Public Power Authority et al. pending in the Fourth Judicial District Court in and for Millard County, Utah, Case No. 050700157, pursuant to subdivision (a) of Section 54956.9(a) of the California Government Code.
- **Potential Litigation:** Conference with legal counsel regarding the potential initiation of litigation pursuant to subdivision (c) of Section 54956.9 of the California Government Code (two potential cases).

Dated: September 10, 2008

A handwritten signature in black ink, appearing to read "Bill D. Carnahan", is written over a horizontal line.

BILL D. CARNAHAN  
Executive Director  
Southern California Public Power Authority