



**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>	January 17, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	SCPPA Office 225 S. Lake Avenue, Suite 1250 Pasadena, California (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. Re-Election/Re-Appointment of Officers**

Pursuant to the by-laws of the Authority, the Board will re-elect the President and Vice President, and re-appoint a Secretary, Assistant Secretary and Treasurer/Auditor.

**3. Approval of Minutes**

The Board will be requested to approve the minutes of the regular meeting held December 20, 2007.

**4. Executive Director's Report**

The Executive Director's Report will report on activities since the last Board meeting, including:

- SCPPA 2008 Board Meeting Schedule and Locations.

5. **Finance and Accounting Manager's Report**

The Finance and Accounting Manager will report on the status of current activities, including the **Finance Committee** meeting of January 7, 2008, and their recommendation to receive and file the SCPPA Investment Report for the month of November 2007.

6. **Energy Systems Manager's Report**

The Energy Systems Manager will report on the status of current energy system activities, including resource planning and the **Public Benefits Committee** which met on January 9, 2008.

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

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, at the State and Federal levels.

8. **Project Administrator's Report**

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

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station.

9. **AB 32 Presentation and Discussion**

Norm Pedersen, of Hanna and Morton, will update the Board on regulations and reporting requirements of AB 32, the Global Warming Solutions Act of 2006, for such discussion or action as the Board may deem appropriate.

Dated: January 9, 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



**REVISED 02/15/08**

**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>	February 21, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	SCPPA Office 225 S. Lake Avenue, Suite 1250 Pasadena, California (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 January 17, 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 status of current activities, including:

- The **Finance Committee** meeting of February 4, 2008, and their recommendation to receive and file:
  - **SCPPA Investment Reports** for the month and quarter ended December 31, 2007
  - **SCPPA Financial Statements** (unaudited) for the quarter ended December 31, 2007.
- The Finance Committee is recommending Board approval:
  - **Resolution 2008-1**, authorizing the refunding of the Mead-Adelanto and Mead-Phoenix Transmission Project 2004 Bonds, appointing UBS as the underwriter and remarketing agent for the new Bonds, and selecting the Bank of Nova Scotia as the Letter of Credit provider.
  - **Resolution 2008-3**, authorizing the refunding of the Transmission Project Revenue Bonds, 2003 Subordinate Refunding Series A, relating to the Southern Transmission Project; and authorizing the use of an underwriter acceptable to the Finance Committee.

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

The Energy Systems Manager will report on the status of current energy system activities, including recent **Renewable Steering Committee** meetings, the **Public Benefits Committee** meeting of February 6, 2008, and the resource planning meeting of February 7, 2008.

- The Board will be asked to approve **Resolution 2008-2**, authorizing the execution of a Non-Binding Letter of Intent for the joint development of a geothermal power project in the Imperial Valley with the Los Angeles Department of Water and Power and the Imperial Irrigation District.

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

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, at the State and Federal levels.

#### 7. Project Administrator's Report

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

- **Ten-Year Forecast** of Projected Power and Transmission Costs for 2008 through 2017
- **Hoover Upgrading Power Project:**
  - Budget Comparison Report for the quarter ended December 31, 2007
  - Monthly Status Report
- **Magnolia Power Project**
  - Budget Comparison Report for the quarter ended December 31, 2007
  - Monthly Status Report



7. Project Administrator's Report (continued)

- **Mead-Adelanto Transmission Project** Budget Comparison Report for the quarter ended December 31, 2007
- **Mead-Phoenix Transmission Project** Budget Comparison Report for the quarter ended December 31, 2007
- **Natural Gas Reserves (Barnett) Project** Budget Comparison Report for the quarter ended December 31, 2007
- **Natural Gas Reserves (Pinedale) Project** Budget Comparison Report for the quarter ended December 31, 2007
- **Ormat Geothermal Project** Budget Comparison Report for the quarter ended December 31, 2007
- **Palo Verde Power Project:**
  - Budget Comparison Report for the quarter ended December 31, 2007
  - Monthly Status Reports on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project:**
  - Budget Comparison Report for the quarter ended December 31, 2007
  - Monthly Status Report on operations of the San Juan Generating Station
- **Southern Transmission System** Budget Comparison Report for the quarter ended December 31, 2007.

Dated: February 15, 2008

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

BILL D. CARNAHAN  
Executive Director  
Southern California Public Power Authority



**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>	March 20, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	Riverside Public Utilities 3901 Orange Street Riverside, California (951) 826-5197

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 meeting held February 21, 2008.

**3. Executive Director's Report**

The Executive Director 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 status of current activities, including the **Finance Committee** meeting of March 3, 2008, and their recommendation to receive and file:

- **SCPPA Investment Reports** for the month of January 2008.

The Finance Committee is also recommending Board approval of:

- **Resolution 2008-4**, authorizing the refunding of certain outstanding Southern Transmission Project Revenue Bonds; the execution and delivery of a Subordinate Indenture of Trust, a Supplemental Indenture of Trust, and a purchase contract; the delivery of a Preliminary Official Statement and an Official Statement; and authorizing the termination of certain interest rate swap agreements.
- **Resolution 2008-5**, authorizing the provision of certain continuing disclosure information with respect to Southern Transmission Project Revenue Bonds, 2008 Subordinate Refunding Series A.
- **Resolution 2008-6**, authorizing the execution and delivery of an amendment to the Standby Bond Purchase Agreement for the Magnolia Power Project A, Refunding Revenue Bonds, 2007-1.
- **Resolution 2008-7**, authorizing the execution and delivery of an amendment to the Standby Bond Purchase Agreements for Palo Verde Power Project Revenue Bonds, 1996 Subordinate Refunding Series B and 1996 Subordinate Refunding Series C.

The Finance and Accounting Manager will also report on the **Customer Service Committee** meeting of March 5, 2008.

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

The Energy Systems Manager will report on the status of current energy system activities, including resource planning and the **Public Benefits Committee** meeting of March 5, 2008. The Board will be asked to approve:

- **Resolution 2008-8**, authorizing the annual renewal of the power and gas market advisory service agreement with Global Energy Decisions (GED) on behalf of SCPPA members (Anaheim, Burbank, Colton, IID, Los Angeles, Pasadena, Riverside, and Vernon).

The Public Benefits Committee is recommending Board approval of:

- **2008-9**, authorizing an agreement with **Clean Power Research, LLC**, to purchase software to estimate the performance of customer solar photovoltaic systems, and to track and report on utility incentive programs.
- **2008-10**, authorizing a consulting agreement with **KEMA Services, Inc.**, for residential energy and water audits.

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

- **2008-11**, authorizing an agreement with **RKS Research & Consulting**, to conduct customer research for the purpose of increasing energy efficiency and solar photovoltaic program participation, and enhancing customer satisfaction.

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

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, at the State and Federal levels, and the APPA Legislative Rally and Congressional visits in February.

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 the following:

- **Resolution 2008-12**, authorizing the Executive Director to negotiate, execute and deliver agreements as may be necessary for the development of the **Canyon Power Project**.
- **Resolution 2008-13**, authorizing the **Revised 2007/2008 Barnett Natural Gas Project Budget**, which reflects the recently completed refunding of the project revenue bonds.
- **Resolution 2008-14**, authorizing the **Revised 2007/2008 Pinedale Natural Gas Project Budget**, which reflects the recently completed refunding of the project revenue bonds.

The following project status reports are presented for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station.

Dated: March 12, 2008

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

BILL D. CARAHAN  
Executive Director  
Southern California Public Power Authority



REVISED



**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>	April 17, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	Riverside Public Utilities 3901 Orange Street Riverside, California (951) 826-5197

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 meeting held March 20, 2008.

**3. Appointment of Officer**

The Board will appoint the Secretary.



4. **Executive Director's Report**

The Executive Director's Report will report on activities since the last Board meeting. The Board will be asked to approve:

- **Resolution 2008-18:** Authorizing the Executive Director to negotiate, execute and deliver an agreement with California Strategies, LLC, for services related to development of the Green Path North Project.

5. **Finance and Accounting Manager's Report**

The Finance and Accounting Manager will report on the status of current activities, including:

- The **Finance Committee** meeting of April 2, 2007, and their recommendation to receive and file:
  - SCPPA Investment Report for the month of February, 2008.
- The Board will be asked to approve **Resolution 2007-15**, authorizing payment to Holland & Hart LLP for legal work in connection with the development of the Prepaid Natural Gas Program (Project 2).
- A draft of the 2008/2009 SCPPA Administrative & General Expense Budget will be distributed in preparation for approval at the May 15, 2008, Board meeting.

6. **Energy Systems Manager's Report**

The Energy Systems Manager will report on the status of current energy system activities, including:

- The **Public Benefits Committee** meeting of April 2, 2008.

The Board will be asked to approve the following:

- **Resolution 2007-16**, authorizing a Power Purchase Agreement with the Metropolitan Water District for small hydroelectric power.

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

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, at the State and Federal levels, and the Greenhouse Gas Legislative Staff Briefing to be held April 24<sup>th</sup> in Sacramento.

8. **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 2008-17**, authorizing a revised 2007/2008 Annual Budget for the **Ormat Geothermal Project**.



8. **Project Administrator's Report (continued)**

The following project status reports are presented for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station.

9. **Closed Session**

The Board shall recess to closed session with respect to following matters:

- **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 (one potential case).
- **Public Employment:** Performance evaluation of the Executive Director of the Southern California Public Power Authority pursuant to Section 54957 of the California Government Code.

Dated: April 10, 2008

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

BILL D. CARAHAN  
Executive Director  
Southern California Public Power Authority



**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>	May 15, 2008
<b>Time:</b>	10:00 a.m.
<b>Place:</b>	<a href="#">DoubleTree Hotel</a> Grove Room 222 N. Vineyard Ave. Ontario, California 91764 (909) 937-0900

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 April 17, 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 May 5, 2008, meeting of the **Finance Committee**, and the status of current financing activities. The Finance Committee has recommended receipt and filing of:
  - **Investment Reports** for the month and quarter ended March 31, 2008
  - **Financial Statements** (unaudited) for the quarter ended March 31, 2008.
- The Committee is recommending the Board approve the following resolutions:
  - **Resolution 2008-19**, authorizing the reimbursement of certain expenditures from the proceeds of a proposed tax-exempt bond financing related to the acquisition of the Tieton Hydroelectric Project.
- The Board will be asked to approve the following resolutions related to the **2008/09 Annual Administrative and General Expense Budget**:
  - **Resolution 2008-20**: Administrative and General Expense Budget
  - **Resolution 2008-21**: Legislative Advocacy Expense Budget (General)
  - **Resolution 2008-22**: Government Affairs Expense Budget (Sacramento)
  - **Resolution 2008-23**: Restructuring Account Expense Budget
  - **Resolution 2008-24**: Employee Benefits Revision.

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

The Energy Systems Manager has submitted a report on the status of current energy system activities, including Public Benefits and Resource Planning.

- **Resolution 2008-25**, authorizing a consulting agreement with ECCO for staff training and related services to prepare for the California System Operator (Cal ISO) transition from a zonal market to a locational market price market, and the Cal ISO Scheduling Infrastructure Business Rules (Anaheim)
- **Resolution 2008-26**, authorizing the negotiation, execution and delivery of a Power Purchase Agreement with ORNI 19 LLC (Ormat), and Power Sales Agreements with Imperial Irrigation District, Glendale and Pasadena in connection with the Ormat Geothermal Project (Brawley)
- **Resolution 2008-27**, authorizing the Executive Director to negotiate, execute and deliver the documents necessary to the acquisition of the Tieton Hydroelectric Project, including a Power Purchase Agreement, Purchase and Sale Agreement, and a Power Sales Agreement.

**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.

**7. Project Administrator's Report**

The Project Administrator will report on staff and agent activities related to generation and transmission projects. The following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project:**
  - Monthly Status Report
  - Budget Comparison Report for the quarter ended March 31, 2008
- **Magnolia Power Project:**
  - Monthly Status Report
  - Budget Comparison Report for the quarter ended March 31, 2008
- **Mead-Adelanto Transmission Project** Budget Comparison Report for the quarter ended March 31, 2008.
- **Mead-Phoenix Transmission Project** Budget Comparison Report for the quarter ended March 31, 2008
- **Natural Gas (Barnett) Project** Budget Comparison Report for the quarter ended March 31, 2008
- **Natural Gas (Pinedale) Project** Budget Comparison Report for the quarter ended March 31, 2008
- **Ormat Geothermal Project (Heber)** Budget Comparison Report for the quarter ended March 31, 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 quarter ended March 31, 2008
- **San Juan (Unit 3) Power Project:**
  - Monthly Status Report on operations of the San Juan Generating Station
  - Budget Comparison Report for the quarter ended March 31, 2008
- **Southern Transmission System** Budget Comparison Report for the quarter ended March 31, 2008.

7. **Project Administrator's Report (continued)**

The Board will be asked to approve the following resolutions related to the **Annual Project Budgets** for the fiscal year beginning July 1, 2008, and ending June 30, 2009:

- **Resolution 2008-28:** Magnolia Power Project Budget
- **Resolution 2008- 29:** Mead-Adelanto Transmission Project Budget
- **Resolution 2008- 30:** Mead-Phoenix Transmission Project Budget
- **Resolution 2008- 31:** Natural Gas Reserves (Barnett) Project Budget
- **Resolution 2008- 32:** Natural Gas Reserves (Pinedale) Project Budget
- **Resolution 2008- 33:** Natural Gas Prepayment Project (No. 1)
- **Resolution 2008- 34:** Ormat Geothermal (Heber) Project Budget
- **Resolution 2008- 35:** Palo Verde Power Project Budget
- **Resolution 2008- 36:** San Juan Unit 3 Power Project Budget
- **Resolution 2008-37:** Southern Transmission System (STS) Project Budget.

8. **Closed Session**

The Board shall recess to closed session with respect to following matters:

- **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 (one potential case).
- **Public Employment:** Performance evaluation of the Executive Director of the Southern California Public Power Authority pursuant to Section 54957 of the California Government Code.

**Dated:** May 7, 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



**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>	July 17, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	Azusa Light & Water First Floor Conference Room 729 N. Azusa Ave. Azusa, California 91702 (626) 812-5208

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 May 15, 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 July 7, 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 of April 2008
- Approval of **Resolution 2008-38**, authorizing the issuance of Palo Verde Power Project Revenue Bonds (2008 Subordinate Refunding Series A and B), and the execution and delivery of the 23<sup>rd</sup> and 24<sup>th</sup> Supplemental Indentures of Trust, a Bond Purchase Contract, Remarketing Agreements, Reimbursement Agreements, and an Official Statement.

5. **Energy Systems Management**

Staff Members will report on the status of current energy system activities, including Public Benefits, Resource Planning, and new projects.

- The Public Benefits Committee is recommending approval of **Resolution 2008-39**, authorizing a consulting services agreement with North American Power Partners (NAPP) for resource analysis and program design consulting services to develop cost-effective demand resources.
- The Board will consider approval of **Resolution 2008-40**, authorizing the ratification of matters associated with the Tieton Hydroelectric Project, including the current Power Sales Agreement.
- The Board will consider approval of **Resolution 2008-41**, authorizing a Statement of Policy related to Renewable Portfolio Standards and the proposed Southern Transmission System Upgrade Project.
- The Board will consider approval of **Resolution 2008-42**, authorizing the Executive Director to enter into individual utility arrangements for the utilization of the services of Robert S. Lynch for legal services relating to member Arizona taxes, Arizona Nexis issues, and corporate filing and registration.

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.

7. **Project Administrator's Report**

The Project Administrator will report on staff and agent activities related to generation and transmission projects. The following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan (Unit 3) Power Project** Monthly Status Report on operations of the San Juan Generating Station.

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 (one potential case).

**Dated:** July 9, 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



**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>	August 21, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	Azusa Light & Water First Floor Conference Room 729 N. Azusa Ave. Azusa, California 91702 (626) 812-5208

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 July 17, 2008.

3. **Executive Director's Report**

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

- The Board will be asked to approve **Resolution 2008-43**, authorizing the annual payment of American Public Power Association dues and collection from members.
- Speaker suggestions for Strategic Planning Meeting to be held at Pala Mesa October 24, 2008.

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

The Finance and Accounting Manager will report on the August 4, 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 months of May and June 2008, and for the quarter ended June 30, 2008.
- Approval of **Resolution 2008-44**, authorizing the preparation of all documents necessary or appropriate to sell and issue Power Project Revenue Notes associated with the acquisition and construction of the Canyon Power Project; and the use of an underwriter for the Notes.
- Approval of **Resolution 2008-45**, authorizing the preparation of all documents necessary or appropriate to sell and issue Revenue Bonds associated with the acquisition of the Northwest Wind Project (or to acquire energy); and the use of a lead underwriter for the Bonds,
- Approval of **Resolution 2008-46**, declaring SCPPA's intention to reimburse certain expenditures from the proceeds of a proposed tax-exempt bond financing for the Northwest Wind Project.
- Approval of **Resolution 2008-47**, authorizing the preparation of all documents necessary or appropriate to sell and issue Revenue Bonds associated with the acquisition of the Windy Point Project (or to acquire energy); and the use of a lead underwriter for the Bonds.
- Approval of **Resolution 2008-48**, declaring SCPPA's intention to reimburse certain expenditures from the proceeds of a proposed tax-exempt bond financing for the Windy Point Project.

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

Staff Members will report on the status of current energy system activities, including Public Benefits, Resource Planning, and new projects. The Board will be asked to approve:

- **Resolution 2008-49:** Authorizing renewal of the existing contract with Resero Consulting for services related to the California Independent System Operator Market Redesign and Technology Upgrade (MRTU), including training services and impact analysis.
- **Resolution 2008-50:** Authorizing execution of an agreement with SoftSmiths, Inc., to provide software infrastructure configuration changes to enhance energy trading and scheduling services to Anaheim as the Scheduling Coordinator for the MWD Hydroelectric Power Project.

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

- **Resolution 2008-51:** Authorizing execution of an agreement with The Structure Group to provide power bidding, scheduling and settlement services to Anaheim as the Scheduling Coordinator for the MWD Hydroelectric Power Project as required by the California Independent System Operator.

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 following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan (Unit 3) Power Project** Monthly Status Report on operations of the San Juan Generating Station.

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 (one potential case).

**Dated:** August 13, 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



**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 225 S. Lake Avenue, Suite 1250 Pasadena, California 91101 (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



**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>	October 23, 2008
<b>Time:</b>	8:30 a.m.
<b>Place:</b>	<a href="#">Pala Mesa Resort</a> Cypress Room 2001 Old Highway 395 Fallbrook, California 92028 (760) 728-5881

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 September 18, 2008.

**3. Executive Director's Report**

The Executive Director's Report will report on activities since the last Board meeting. The Board will be asked to consider appointing a Secretary of the Authority, and may take action on such an appointment.

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

The Finance and Accounting Manager will report on the October 6, 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 August 2008.

The Board will be asked to consider approval of:

- **Resolution 2008-67**, authorizing the execution and delivery of documents relating to the transfer and novation of an existing Interest Rate Swap Agreement relating to the **Magnolia Power Project**.
- **Resolution 2008-68**, authorizing the execution and delivery of documents relating to the suspension and novation of Interest Rate Swap Agreement relating to the **Mead-Adelanto Transmission Project**.
- **Resolution 2008-69**, authorizing the reimbursement of expenses relating to the issuance of bonds for the **Imperial County Geothermal Energy Generation Project**.
- **Resolution 2008-70**, authorizing the issuance of **Palo Verde Power Project** Revenue Bonds to refund the Palo Verde 2008 Subordinate Refunding Series B Revenue Bonds, and authorizing the appointment of an underwriter.
- **Resolution 2008-71**, authorizing the issuance of **Southern Transmission System Project** Revenue Bonds to refund the STS Project Revenue Bonds, 1996 Subordinate Refunding Series B, and authorizing the appointment of underwriters.

#### STS Upgrade

- **Resolution 2008-72**, authorizing the issuance of Southern Transmission System Project Revenue Bonds to pay the costs of **upgrading the Southern Transmission System**, and authorizing the appointment of underwriters.
- **Resolution 2008-73**, declaring its intention to reimburse certain expenditures from the proceeds of a proposed tax-exempt bond financing for an **upgrade of the Southern Transmission System**, a 500-kV DC transmission line.
- **Resolution 2008-74**, authorizing the execution and delivery of the First Amendment to the Southern Transmission System Agreement between SCPPA and the Intermountain Power Agency related to the **Southern Transmission System Upgrade Project**.



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 Renewable Energy development projects.

- The Board will discuss and consider taking action on a proposal from **Envirocrete** related to the Utilization of Inorganic Polymer Concrete (Geopolymer) in Non-Structural Pre-Cast Applications.
- The Board will be asked to approve **Resolution 2008-75**, authorizing the approval and ratification of the Power Sales Contract between SCPPA and the City of Anaheim for the **Canyon Power Project**.

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

The Government Affairs Manager and our Legislative Advocate from Morgan Meguire will report on the status of bills, legislative and regulatory activities, in Sacramento and Washington, D.C., and the recent 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 2008-76**, authorizing the execution of a legal services agreement between SCPPA and **Lionel Sawyer & Collins** for resolution of a property tax dispute with the State of Nevada Department of Taxation related to the **Mead-Adelanto and Mead-Phoenix Transmission Projects**.
- **Resolution 2008-77**, authorizing the execution of an agreement between with the **Elden Company** for transmission corridor analysis, reporting and mapping services relating to the **Green Path North Project**.
- **Resolution 2008-78**, authorizing the **Metropolitan Water District Hydroelectric Power Project** Annual Budget for the fiscal year July 1, 2008, through June 30, 2009.

The following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station
- **Southern Transmission System** Annual 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 (three potential cases).

9. **Strategic Planning**

The Board of Directors will meet to discuss future strategic plans, and will consider taking action.

Dated: October 15, 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



**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>	November 20, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	Cerritos Library 18025 Bloomfield Ave. Skyline Room Cerritos, California 90703 (562) 916-1350 (Library) (562) 916-1222 (Vince Brar)

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 meeting held October 23, 2008.

**3. Executive Director's Report**

The Executive Director's Report will report on activities since the last Board meeting. The Board will be asked to approve **Resolution 2008-79**, authorizing SCPPA's participation and billing to members for a contribution to the American Public Power Association (APPA) Electric Market Reform Initiative (EMRI) related to wholesale markets.

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

The Finance and Accounting Manager will report on the November 3, 2008, meeting of the **Finance Committee**, and the status of current financing activities. The Finance Committee is recommending receipt and filing of the **Investment Reports** for the month of September 2008, and the quarter ended September 30, 2008, and approval of:

- **Resolution 2008-80**, authorizing issuance of the **Canyon Power Project Revenue Notes** 2008 Series A; the execution and delivery of an Indenture of Trust, a First Supplemental Indenture of Trust, and a Purchase Contract; and the delivery of a Preliminary Official Statement and the execution and delivery of an Official Statement.
- **Resolution 2008-81**, authorizing **continuing disclosure** for Canyon Power Project Revenue Notes, 2008 Series A.
- **Resolution 2008-82**, authorizing issuance of **Southern Transmission Project Revenue Bonds**, 2008 Subordinate Series B, for the upgrade of the Southern Transmission System; the execution and delivery of a Subordinate Indenture of Trust, a Supplemental Indenture of Trust, a purchase contract; and the delivery of a Preliminary Official Statement and the execution and delivery of an Official Statement.
- **Resolution 2008-83**, authorizing **continuing disclosure** for Southern Transmission Project Revenue Bonds, Series 2008 B.

The Finance and Accounting Manager will also report on the September 10, 2008, meeting of the **Ad Hoc Customer Service Committee**.

#### 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 Renewable Energy development projects. The minutes of the Public Benefits Committee meeting of November 5, 2008, are included.

The Board will be asked to consider approval of:

- **Resolution 2008-84**, authorizing the annual renewal of the existing contract with **Appliance Recycling Centers of America (ARCA)** for refrigerator recycling program services effective January 1, 2009.
- **Resolution 2008-85**, authorizing execution of an agreement with **EnerNoc** for demand response programs and related services.
- **Resolution 2008-86**, authorizing an agreement with **Louisiana Tech University** for a research project related to generation plants, waste products, and other considerations relating to greenhouse gas credits.
- **Resolution 2008-87**, authorizing the execution and delivery of First Amended and Restated Power Sales Agreements, and the First Amendment to the Power Purchase Agreement with First Wind for the **Milford Corridor Phase I Wind Project**.

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

- **Resolution 2008-88**, authorizing an agreement with **Western Renewable Energy Generation Information System (WREGIS)** to establish accounting for environmental attributes associated to Renewable Projects.

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.

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 2008-89**, authorizing the **Pebble Springs Wind Project** 2008/2009 Annual Project Budget.

The following project reports are submitted for information purposes:

- **Hoover Upgrading Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station.

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 (three potential cases).

**Dated:** November 12, 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





**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>	December 18, 2008
<b>Time:</b>	10:30 a.m.
<b>Place:</b>	<a href="#">Westin Hotel</a> 191 N. Los Robles Avenue Fountain IV Room Pasadena, California (626) 792-2727

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 meeting held November 20, 2008.

3. **Executive Director's Report**

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

The Board will be asked to consider approval of **Resolution 2008-90**, authorizing the execution and delivery of an extension of the SCPPA office lease agreement.

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

The Finance and Accounting Manager will report on the December 1, 2008, meeting of the **Finance Committee**, and the status of current financing activities.

The Finance Committee is recommending receipt and filing of the **Investment Report** for the month of October 2008, and the **Financial Statements** (unaudited) for the quarter ended September 30, 2008.

The Committee is also recommending approval of:

- **Resolution 2008-91**, authorizing the amendment of the Southern Transmission System Project Revenue Bond Indentures to permit the purchase of bonds by Project Participants.

The Board will also be asked to approve:

- **Resolution 2008-92**, authorizing the designation of officers to authorize bank-related actions and other matters related to Wells Fargo Bank.
- **Resolution 2008-93**, authorizing the extension of the services agreement with Fulbright & Jaworski LLP
- **Resolution 2008-94**, authorizing the extension of the services agreement with Curls Bartling PC
- **Resolution 2008-95**, authorizing the extension of the services agreement with Nixon Peabody
- **Resolution 2008-96**, authorizing an agreement with zGlobal for consulting services related to the California Independent System Operator Market Redesign and Technology Upgrade (MRTU), including training services and impact analysis.

The Finance and Accounting Manager will also report on the **Risk Management Committee** meeting of December 8, 2008.

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

The Energy Systems Manager will report on the status of current energy system activities, including resource planning, and the **Public Benefits Committee** meetings of November 5 and December 3, 2008. The Public Benefits Committee is recommending approval of the following:

- **Resolution 2008-97**, authorizing an addendum to the agreement with **Energy Controls & Concepts** to include eight-foot fluorescent fixtures within the Small Business Direct Installation program, as well as updating the scope of work to define the maximum incentive at any single customer location and procedures for processing customer requests not defined within the program.
- **Resolution 2008-98**, authorizing an addendum to the agreement with **FCI Management Consultants Inc.** to include eight-foot fluorescent fixtures within the Small Business Direct Installation program, as well as updating the scope of work to define the maximum incentive at any single customer location and procedures for processing customer requests not defined within the program.

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

- **Resolution 2008-99**, authorizing an addendum to the agreement with **Intergy** to include eight-foot fluorescent fixtures within the Small Business Direct Installation program, as well as updating the scope of work to define the maximum incentive at any single customer location and procedures for processing customer requests not defined within the program.
- **Resolution 2008-100**, authorizing an agreement with **Positive Energy** for home energy reporting program and services.

The Board will also be asked to consider approval of:

- **Resolution 2008-101**, authorizing agreements to accommodate financing related to the existing contract with **Ameresco** for the Chiquita Landfill Gas-to-Energy Project.

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

The Government Affairs Manager will report on the status of bills, legislative and regulatory activities, at the State level.

7. **Project Administrator's Report**

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

- **Hoover Updating Power Project** Monthly Status Report
- **Magnolia Power Project** Monthly Status Report
- **Palo Verde Power Project** Monthly Status Report on operations of the Palo Verde Nuclear Generating Station Units 1, 2, and 3
- **San Juan Unit 3 Power Project** Monthly Status Report on operations of the San Juan Generating Station.

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).

**AT THIS POINT ON THE AGENDA, THE BOARD WILL RECESS FOR LUNCH.**



9. **Legislative Briefing** (*Madera Room on Ground Floor*)

The Board will be updated on results of the recent elections, and their impact on public power, along with pending legislative and regulatory activities at the Federal level.

Dated: December 10, 2008

A handwritten signature in black ink, appearing to read "Bill D. Carnahan". The signature is written in a cursive, flowing style.

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BILL D. CARNAHAN  
Executive Director  
Southern California Public Power Authority