



TO: Board of Directors
FROM: Bill D. Carnahan
SUBJECT: Finance Committee Report
DATE: July 1, 2013

A meeting of the Finance Committee was held on July 1, 2013, at the SCPPA office in Glendora.

Committee members present were: Ed Zacherl (*Anaheim*); Evilia Waloejo (*Burbank*); Rebecca Gallegos (*Colton*); Shari Thomas (*Pasadena*); Laura Nomura (*Riverside*); Mario Ignacio (*LADWP*); Bill Fox (*Vernon*).

Others present were: Stephen Cole (*Norton Rose Fulbright*); Mike Berwanger, Dan Hartman (via teleconference) and Will Frymann (*Public Financial Management*); Therese Savery (*LADWP/SCPPA*); Vernon Oates, Rick Morillo, Daniel Hashimi and Steve Homer (*SCPPA*).

1. Investment Report

The Committee reviewed the Investment Report for the months ended April 30 and May 31, 2013. The Committee recommended forwarding the reports to the Board for receipt and filing.

2. Financial Statements

The Committee reviewed the Quarterly Financial Statements for the quarter ended March 31, 2013. The Committee recommended forwarding the report to the Board for receipt and filing.

3. Project Budget Comparison Reports

The Committee reviewed the Project Budget Comparison Reports for the quarter ended March 31, 2013. The Committee recommended forwarding the reports to the Board for receipt and filing.

4. Gas Prepay Project Restructuring

PFM (Public Financial Management) updated the Committee on the progress of the debt restructuring as proposed by Goldman Sachs. The Committee recommended forwarding a Resolution to the Board approving all documents and amendments relating to the restructuring of the 2007 Gas Prepay transaction.

5. Market and VRDO Update

The Committee received a market and VRDO status report from PFM. PFM updated the Committee on recent interest rate movements and other related impacts on the Municipal Bond Market. All VRDBs are performing well.

6. Unsolicited Proposals

The Committee reviewed an unsolicited proposal from Morgan Stanley. No action was taken with respect to such proposal.

7. Multiple Project Revenue Bonds

SCPPA Bond Counsel provided details of the member allocation of the transfer of the moneys in the Multiple Project Proceeds Account upon payment of the final maturity of the Multiple Project Revenue Bonds on July 1, 2013, to the Projects' Stabilization Fund for the benefit of the Mead-Adelanto Participants and the Mead-Phoenix Participants.

**THE NEXT REGULARLY SCHEDULED
FINANCE COMMITTEE MEETING WILL BE DETERMINED AT A LATER DATE.**