

**MINUTES of the BOARD of DIRECTORS of the
SOUTH FEATHER WATER & POWER AGENCY FINANCING CORPORATION
Tuesday, January 22, 2008- 2:30 PM,
District Conference Room, 2310 Oro Quincy Hwy. Oroville, California**

President Edwards called the meeting to order at 2:32 p.m.

DIRECTORS PRESENT: Lou Cecchi, Jim Edwards, Dee Hunter, Vivian Meyer, and Dennis Moreland

STAFF PRESENT: Michael Glaze, Executive Director/Secretary;
Steven Wong, SFWPA Finance Division Manager;
Matt Colwell, SFWPA Water Division Manager;
Kathy Petersen, SFWPA Power Division Manager;
Art Martinez, SFWPA Manager of Information Systems;
Jeff Meith, Legal Counsel.

APPROVAL OF MINUTES

M/S/C (Hunter/Cecchi) approving the Minutes of the Meeting of January 23, 2007 as presented.

PUBLIC PARTICIPATION – None.

REPORT OF STATUS OF PROJECTS

1995 Certificates of Participation (COP)

The SFWPA (previously OWID) Financing Corporation's 1995 COPS were sold in May 1995, resulting in \$5,900,000 in proceeds being available to the Agency for its Steel Pipeline Replacement Project. Project funds were exhausted in 2002. During the course of the project, \$517,022 was expended on construction equipment. Since the inception of the project the total expenditure for project purposes was \$6,510,254.

The Construction Fund was invested in LAIF. A total of \$817,481 was earned in interest which was transferred to the Water Division LAIF General Fund Reserve and was applied toward the COP debt service.

The original project list (from the 9/94 "Steel Pipeline Replacement Report" – basis for COP financing) identified 167,265 feet of steel pipe to be replaced. During the course of construction an additional 37,723 feet (22.6% more) of steel pipe was found in need of replacement.

2003 Certificates of Participation (COP)

The SFWPA Financing Corporation's 2003 COPs were sold on November 25, 2003, resulting in \$2,581,945 in proceeds. On November 25, 2003 the proceeds were deposited in trust at BNY Western Trust Company (trustee) in Los Angeles. Subsequently, \$260,694 was deposited into a reserve fund, and \$56,251 into a delivery cost fund, per the trust agreement, leaving \$2,265,000 available to South Feather Water and Power Agency for its Miners Ranch Treatment Solar Photovoltaic Project and Office Remodel/Addition Project.

The solar project was completed and placed into operation in May 2004. The total expenditure for project purposes was \$2,033,097.

The remaining proceeds from the 2003 COPs, together with dividends earned in the amount of \$9,770, were designated for the Office Addition/Remodel project that was completed in 2006. The total expenditure for this project was \$241,673 (all in 2005).

ELECTION OF OFFICERS

M/S/C (Cecchi\Hunter) electing Jim Edwards as President, and Vivian Meyer as Vice President, and appointing Michael Glaze as Secretary and Executive Director, and Steven Wong as Chief Financial Officer.

ADJOURNMENT

There being no further business the meeting adjourned at 2:35 p.m.

Michael C. Glaze, Secretary

James Edwards, President