

Los Angeles  Department of Water & Power

ERIC GARCETTI  
Mayor

Commission  
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MARCIE L. EDWARDS  
*General Manager*

May 20, 2015

The Honorable City Council  
City of Los Angeles  
Los Angeles, California 90012

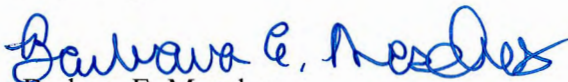
Honorable Members:

Subject: Recommends approval of the Navajo Generating Station Asset Purchase and Sale Agreement, Term Energy Transaction Confirmation Agreement, Firm Entitlement Agreement, and Energy Exchange Agreement.

Pursuant to Charter Sections 385, 674, 675(d)(1) and 675(e)(5), enclosed for approval by your Honorable Body is Resolution No. 015 214, adopted by the Board of Water and Power Commissioners on May 19, 2015, approved as to form and legality by the City Attorney, which recommends approval of the Navajo Generating Station Asset Purchase and Sale Agreement, Term Energy Transaction Confirmation Agreement, Firm Entitlement Agreement, and Energy Exchange Agreement.

If additional information is required, please contact Ms. Winifred Yancy, Manager of Intergovernmental Affairs and Community Relations, at (213) 367-0025.

Sincerely,

  
Barbara E. Moschos  
Board Secretary

BEM:msh

Enclosures: LADWP Resolution  
Board Letter  
Asset Purchase & Sale Agreement  
Appendix 2.10 – Calculation of Market Price Adjustment  
Transaction Confirmation Confidential  
Assignment and Assumption Agreement Execution Version Confidential  
Bill of Sale Execution Version Confidential  
Irrevocable Voting Agreement Regarding NGS Co-Tenancy and Participation Agreements  
Appendix 9.1(a)(iii) Form of Firm Entitlement Agreement

**Los Angeles Aqueduct Centennial Celebrating 100 Years of Water 1913-2013**

111 N. Hope Street, Los Angeles, California 90012-2607 Mailing address: Box 51111, Los Angeles, CA 90051-5700  
Telephone: (213) 367-4211 www.LADWP.com

Appendix 9.1(a)(x) Form of Energy Agreement Execution Copy  
Quitclaim Deed Execution Version Confidential  
Appendix 11.10(c) - Dispute Resolution Procedures  
Exhibit 15 Navajo Generating Station 230kV Tap Line As-Build Right of Way  
Grant of Easement for Right-of-Way  
Mohave Generating Station Site – Portions of Section 21, 24, 26, 27, et al.  
Eldorado Co-Tenancy Agreement – Exhibit 5 – Sheet 1  
Exhibit B – Legal Description of Eldorado Land 500kV Transmission Line and Mohave  
500kV Switch Yard  
Exhibit A – Mohave – Eldorado Transmission Line and Access Roads within  
Clark County, Nevada  
Resolution of the Navajo Nation Council – 22<sup>nd</sup> Navajo Nation Council – Third Year,  
2013  
Schedules to Asset Purchase Agreement  
CAO Report  
Report from Office of Public Accountability – Frederick H. Pickel, Ph.D.

Ordinance will be transmitted under separate cover by the City Attorney's Office

c/enc: Mayor Eric Garcetti  
Councilmember Felipe Fuentes, Chair, Energy and the Environment Committee  
Sharon Tso, Chief Legislative Analyst  
Miguel A. Santana, City Administrative Officer  
Rafael Prieto, Legislative Analyst, CLA  
David Hirano, Chief Administrative Analyst  
Winifred Yancy