

JUN 11 1996

**MWD**

METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

EXECUTIVE SECRETARY

May 30, 1996

To: Board of Directors**From:** General Counsel**Subject:** Sufficiency of Credentials for Appointment of a Director from the
City of Los Angeles**RECOMMENDATION(S)**

That the attached credentials evidencing the appointment of Mr. L. Michael Russell as a Director of The Metropolitan Water District of Southern California representing the City of Los Angeles be received and filed, and that the oath of office be administered to Mr. Russell.

DETAILED REPORT

Credentials have been received from the City of Los Angeles evidencing that on March 21, 1996, its Council approved the appointment of Mr. L. Michael Russell as a representative on Metropolitan's Board of Directors to fill the remaining term ending December 31, 1996 of Director David Y. Handelman, who resigned from the Board. The credentials have been examined and found to be in compliance with the Metropolitan Water District Act.

CIR:gm

Attachment

**MWD**

METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

Office of Board of Directors

May 24, 1996

To: General Counsel

From: Executive Secretary

Subject: Appointment of Director from City of Los Angeles

Attached are the credentials from the City of Los Angeles showing the appointment of Mr. L. Michael Russell as one of its representatives on Metropolitan's Board for a term ending December 31, 1996, replacing Director David Y. Handelman.

If the credentials are legally sufficient, Mr. Russell will be sworn in at our June 11, 1996, Board Meeting. The signed Certification and an excerpt of the City Council's Minutes will be forthcoming.

A handwritten signature in cursive script that reads "Karen E. Dorff".

Karen E. Dorff

Attachments

cc w/out attach.

J. R. Wodraska
T. H. Quinn
F. W. Horne
E. G. Means
S. E. Vazquez

41919



CITY HALL
LOS ANGELES, CALIFORNIA 90012
(213) 847-2489

OFFICE OF THE MAYOR

RICHARD J. RIORDAN
MAYOR

March 21, 1996

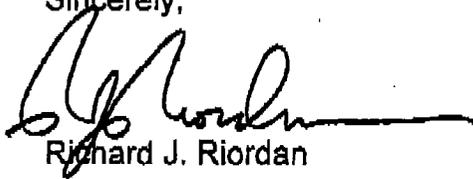
Council of the City of Los Angeles

Honorable Members:

Subject to your confirmation, I have today appointed L. Michael Russell to the Metropolitan Water District of Southern California for the term ending December 31, 1996, to fill the vacancy created by the resignation of David Y. Handelman.

I certify that in my opinion, Mr. Russell is especially qualified by reason of training and experience for the work which shall devolve upon him, and that I make the appointment solely in the interest of the City.

Sincerely,



Richard J. Riordan

RJR:caj

Residence: 833 Rimpau Boulevard
Los Angeles, California 90005
Council District: #4

COMMERCE ENGY & NAT RES

MAR 25 1996



ELIAS MARTINEZ
City Clerk

J. Michael Carey
Executive Officer

When making inquiries
relative to this matter
refer to File No.

CITY OF LOS ANGELES

CALIFORNIA



RICHARD J. RIORDAN
MAYOR

Office of
CITY CLERK
Council and Public Services
Room 395, City Hall
Los Angeles, CA 90012
Council File Information - (213) 485-5703
General Information - (213) 485-5705

Pat Healy
Chief Legislative Assistant

96-0530

March 25, 1996

COMMERCE, ENERGY AND NATURAL RESOURCES COMMITTEE

In accordance with Council Rules, transmittal from the Mayor, relative to appointment of L. Michael Russell to the Metropolitan Water District of Southern California for the term ending December 31, 1996, was referred on March 25, 1996, to the COMMERCE, ENERGY AND NATURAL RESOURCES COMMITTEE.

City Clerk
crm

CITY OF LOS ANGELES

CALIFORNIA

ELIAS MARTINEZ
City Clerk

J. Michael Carey
Executive Officer

When making inquiries
relative to this matter
refer to File No.



RICHARD J. RIORDAN
MAYOR

Office of
CITY CLERK
Council and Public Services
Room 395, City Hall
Los Angeles, CA 90012

Council File Information - (213) 485-5703
General Information - (213) 485-5705

Pat Healy
Chief Legislative Assistant

96-0530

CD 4

May 6, 1996

Mr. L. Michael Russell
833 Rimpau Boulevard
Los Angeles, CA 90005

Metropolitan Water District
of Southern California
Attn: Karen Dorff
P.O. Box 54153
Terminal Annex
Los Angeles, CA 90054

Council Member Ferraro
City Administrative Officer
Chief Legislative Analyst
City Clerk,
cc: Pat Healy
City Employees Retirement System

City Attorney
Controller: Room 220
Accounting Division F&A
Disbursement Division
Personnel Department
Honorable Richard Riordan, Mayor

RE: MAYOR'S APPOINTMENT OF MR. L. MICHAEL RUSSELL TO THE BOARD OF DIRECTORS OF THE METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA FOR THE TERM ENDING DECEMBER 31, 1996, TO FILL THE VACANCY CREATED BY THE RESIGNATION OF DAVID Y. HANDLEMAN

At the meeting of the Council held May 3, 1996, the following action was taken:

Attached report adopted.....	<u> X </u>
Attached motion () adopted.....	<u> </u>
Attached resolution adopted.....	<u> </u>
Ordinance adopted.....	<u> </u>
Motion adopted to approve attached report.....	<u> </u>
Motion adopted to approve attached communication.....	<u> </u>
To the Mayor for concurrence.....	<u> </u>
FORTHWITH To Concerned Departments.....	<u> X </u>
Mayor concurred.....	<u> </u>
Appointment confirmed.....	<u> X </u>
Findings adopted.....	<u> </u>
Negative Declaration adopted.....	<u> </u>
Categorically exempt.....	<u> </u>

City Clerk
crm
steno\960530



TO THE COUNCIL OF THE
CITY OF LOS ANGELES

Your COMMERCE, ENERGY AND NATURAL RESOURCES COMMITTEE

reports as follows:

	<u>Yes</u>	<u>No</u>
Public Comments	<u>XX</u>	<u> </u>

COMMERCE, ENERGY AND NATURAL RESOURCES COMMITTEE REPORT relative to the Mayor's appointment of Mr. L. Michael Russell to the Board of Directors of the Metropolitan Water District of Southern California for the term ending December 31, 1996, to fill the vacancy created by the resignation of David Y. Handleman.

Recommendation for Council action:

RESOLVE that the Mayor's appointment of Mr. L. Michael Russell to the Board of Directors of the Metropolitan Water District of Southern California for the term ending December 31, 1996, to fill the vacancy created by the resignation of Mr. David Y. Handleman, is APPROVED and CONFIRMED. Mr. L. Michael Russell resides in Council District 4, within the Wilshire Planning Area. (Current Commission Gender Composition: F=7, M=42, 2 vacancies).

FINAL DATE TO ACT - MAY 8, 1996
45TH DAY PURSUANT TO CHARTER SECTION 73

Fiscal Impact Statement: None required.

Summary:

On April 23, 1996 the Commerce, Energy and Natural Resources Committee concurred with the communication from the Mayor advising that he has appointed, subject to Council confirmation, the appointment of Mr. L. Michael Russell to the Board of Directors of the Metropolitan Water District of Southern California. Mr. Russell is a resident of Council District 4 which is within the Wilshire Planning Area. Mr. L. Michael Russell was present and expressed his willingness to serve the City.

The Commerce, Energy and Natural Resources Committee approved the appointment of Mr. L. Michael Russell, and now forwards the matter to Council for its consideration.

Respectfully submitted,

COMMERCE, ENERGY AND NATURAL RESOURCES COMMITTEE

CW
CD 4

4/23/96

I:\docs\reports\#960530

Betty Galante
Russell, Jr.

Rept.
ADOPTED

MAY 03 1996

LOS ANGELES CITY COUNCIL
FOURTH WITH **TO CONCERNED**
DEPTS.

41919
TODAY

+++++ TIME: 11 13 34

INDA NO. 1 YES: 12 NO: 0 ABS: 3 05/03/96

IRCON.....YES	ALATORRE.....YES	BERNSON.....YES	CHICK.....YES
JER.....YES	GALANTER.....YES	GOLDBERG.....YES	HOLDEN.....YES
IRINICH.....YES	WACHS.....YES	WALTERS.....YES	FERRARO.....YES
RUDE.....ABS	HERNANDEZ.....ABS	RIDLEY-THOMASABS	

+++++

1-0530

CERTIFICATION

STATE OF CALIFORNIA,

SS.

COUNTY OF LOS ANGELES

I, ELIAS MARTINEZ of the City of Los Angeles and ex-officio Clerk of the City Council of the City of Los Angeles, do hereby certify and attest the foregoing to be a full, true and correct copy of the original roll call taken at its meeting of April 23, 1996, approving a Commerce, Energy and Natural Resources Committee Report (CF 96-0530) relative to the Mayor's appointment to the Board of Directors of the Metropolitan Water District of Southern California of Mr. L. Michael Russell, on file in my office, and that I have carefully compared the same with the original.

In Witness Whereof, I have hereunto set my hand and affixed the Seal of the City of Los Angeles, this 28th, day of May, 1996.

City Clerk of the City of Los Angeles

By Carolyn Williams
Deputy

EXCERPT OF THE MINUTES OF THE COUNCIL OF THE CITY OF LOS ANGELES
TAKEN AT ITS MEETING HELD MAY 3, 1996

ITEM NO. 1
CF 96-0530

The Clerk announced that the Mayor's appointment of Mr. L. Michael Russell to the Board of Directors of the Metropolitan Water District for the term ending December 31, 1996, was now before the Council for consideration.

Ms. Galanter then moved, seconded by Mr. Svorinich, Jr., that the Commerce, Energy and Natural Resources report **BE ADOPTED** to **RESOLVE** that the Mayor's appointment of Mr. L. Michael Russell to the Metropolitan Water District of Southern California for the term ending December 31, 1996, to fill the position created by the resignation of Mr. David Y. Handleman, **IS APPROVED** and **CONFIRMED**.

After further commentary, the report was adopted by the following vote: **Ayes, Alarcón, Alatorre, Bernson, Chick, Feuer, Galanter, Goldberg, Holden, Svorinich, Wachs, Walters, and President Ferraro (12); Noes, None.**

Without objection, the Council President instructed the Clerk to transmit the matter to concerned departments forthwith and to proceed with the next order of business.

I HEREBY CERTIFY the foregoing to be a true and correct copy of the Excerpt of the Minutes of the Council of the City of Los Angeles taken at its meeting held May 3, 1996.



ELIAS MARTINEZ, City Clerk

by
Deputy

41919

L. Michael Russell

Bus. Tel:

Ti

(810) 277-3311

D

PROFESSIONAL EXPERIENCE

Twenty-three years experience in a broad range of specialties, including the purchase and sale of businesses and technology, commercial and real estate transactions, corporations and securities law, corporate governance, intellectual property licensing, litigation and litigation management, export licensing, employee relations, trademark, and patent law, and experience with international transactions.

EDUCATION

J. D., Yale Law School, 1972

- Faculty Representative
- Admissions Committee

A. B., Stanford University, 1969

- Stanford Judiciary Counsel
- Student Government Representative

EMPLOYMENT**Teledyne Inc., Los Angeles, California (1977 - Present)****General Counsel, Consumer & Industrial Segment (1995 - Present)****Associate General Counsel and Assistant Secretary (1991- 1995)****Counsel (1977 to 1991)**

Responsible for managing all legal affairs for one of the two Teledyne business segments, with roughly \$1.4 billion in revenues. Provide counsel and assistance to senior management on a broad range of corporate, securities, intellectual property, and business matters. Responsible also for managing the international and foreign legal affairs of the Company, including providing advice and counsel regarding the laws and regulations relating to exports and imports, international boycotts, and foreign corrupt

practices, foreign employment laws, and foreign laws regulating the rights of sales representatives and distributors. Responsibilities also include selecting the form in which to conduct business in foreign countries, coordinating and supervising the corporate secretary function for all of Teledyne's foreign subsidiaries, maintaining all corporate trademarks, and selecting and engaging all foreign counsel.

My experience includes negotiating and structuring domestic and international transactions, including the acquisition and divestiture of goods, businesses and companies; the sale, purchase, and licensing of technology and other intellectual property; and the formation of joint venture enterprises; the purchase, sale, lease, and development of real property; the management and supervision of litigation; responsibility for preparing and filing the Company's annual proxy statement and other S.E.C. reports and filings; responsibility for supervising the Company's junior attorneys in commercial and transactional matters; responsibility for appointing, training, and supervising the department office manager.

Examples of significant matters handled include the coordination and supervision of Teledyne's divestiture program, which involved approximately 40 transactions resulting in proceeds in excess of \$180 million; spin-offs to Teledyne stockholders of Teledyne's American Ecology Corporation, Argonaut Group, Inc., and Unitrin, Inc. subsidiaries; \$2 billion tender by Teledyne of over 25% of its outstanding stock; \$500 million exchange of Teledyne's Subordinated Debenture for shares of Teledyne's Common Stock; establishment of Teledyne's company-wide Export Compliance and Government Contracting Compliance Programs.

O'Melveny and Myers, Los Angeles, California (1972 - 1977)

Associate attorney in the Corporations Department. Worked on a variety of corporate, commercial, securities matters and transactional matters, including mergers and acquisitions. Also assisted R. Bradbury Clark in editing the Fourth Edition of Ballantine & Sterling, California Corporation Laws.

Loeb and Loeb, Los Angeles, California (1971)

Summer Associate.

BAR ASSOCIATION MEMBERSHIPS AND ACTIVITIES

Los Angeles County Bar Associations:

- Panelist, "The Effective Relationship of Inside and Outside Counsel" sponsored by the Corporate Law Department Section of the Women Lawyers' Association of Los Angeles, February, 1983
- Panelist, "The Changing Economy and the Role of Counsel in the Corporation and the Law Firm" sponsored by the Corporate Law Department Section of the Century City Bar Association, December, 1982
- Corporations Code Committee (1985).
- Judicial Evaluation Committee (1982).
- Municipal Court Temporary Judge Program (1987-Present)
- Special Committee on the Homeless (1989-1990)

State Bar of California:

- Corporations Committee of the Business Law Section (1982 to 1984).
- Corporate Law Department Committee of the Business Law Section (1979 to 1982; 1994 to present). Chairman of programs entitled "The Erosion of the At-Will Employment Doctrine" and "Techniques for Controlling Legal Costs" presented to the Corporate Law Departments Committee of the Business Law Section at the 1982 State Bar Convention.

Century City Bar Association:

- Member of the Board of Governors (1991)
- Chairman, International Law Section (1986 to 1995)

Langston Bar Association:

- Treasurer (1987)

American Bar Association, National Bar Association, American Corporate Counsel Association

CIVIC ACTIVITIES**St. James' Episcopal Church:**

- Vestry (1989-1993; 1994-)
- Senior Warden (1992-1993)
- Junior Warden (1990-1992)
- Finance Committee (1993-1994)

Scoutmaster, Boy Scout Troop 10 (1991-Present)

Assistant Cubmaster, Cub Scout Pack 10 (1989-1991)

AYSO Soccer Coach (1988-1992)

Canfield Elementary School

Chairperson, Canfield School Site Council (1985-1987)

FOREIGN LANGUAGE

French (Conversational)

FILED
by the Board of Directors of
The Metropolitan Water District
of Southern California
at its meeting held

JUN 11 1996

OATH OF OFFICE

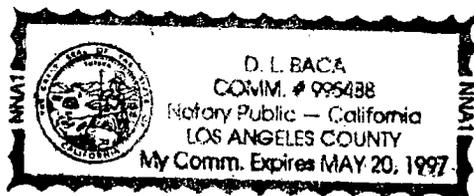
Dawn Klein
for EXECUTIVE SECRETARY

I, **L. MICHAEL RUSSELL**, do solemnly swear that I will support and defend the Constitution of the United States and the Constitution of the State of California against all enemies, foreign and domestic; that I will bear true faith and allegiance to the Constitution of the United States and the Constitution of the State of California; that I take this obligation freely, without any mental reservation or purpose of evasion; and that I will well and faithfully discharge the duties upon which I am about to enter.

L. Michael Russell

Signature

Subscribed and sworn to before me this 11th day of June, 1996.



(SEAL)

D. L. Baca

Notary Public in and for the
County of Los Angeles,
State of California

My commission expires ^{5/20/97} ~~1-3-97~~.