**MWD**

METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

May 11, 1992

*To:* Board of Directors (Task Force to Review Office Space and Building Sites)  
(Executive Committee)

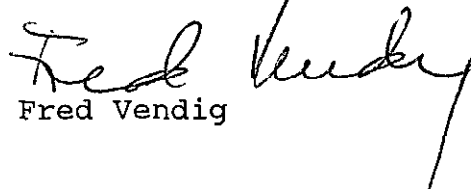
*From:* General Counsel

*Subject:* Memorandum Concerning Closed Sessions Relating to Real Property Transactions and Potential Litigation (Closed Session Pursuant to Government Code sections 54956.8 and 54956.9 (b) and (c)).

Under specified conditions, Directors of the District may meet in closed session to confer with or receive advice from the General Manager and General Counsel regarding instructions to be given to the District's negotiators regarding the price and terms of payment for the purchase or lease of real property, where there is a significant exposure to litigation against the District, or when the Board is deciding whether to initiate litigation.

Government Code section 54956.9 requires that this memorandum be furnished to you whenever the District's General Counsel recommends such a closed session and its purpose is to decide whether to initiate litigation, or where there is a significant exposure to litigation. This memorandum must be furnished to you no later than one week after the closed session is held.

A closed session may be held at the meeting of the Task Force to Review Office Space and Building Sites on May 11, 1992 and at the meetings of the Executive Committee and the Board on May 12, 1992 to present, discuss, and consider Item 8-12, "Ratification of Termination of WCT Lease and Authorization to Enter into New Lease for Office Space."

  
Fred Vendig

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