

BEFORE THE GUAM PUBLIC UTILITIES COMMISSION



IN THE MATTER OF:) GPA Docket 14-09
Guam Power Authority's Request to Issue)
GPA Revenue Bonds)

ORDER

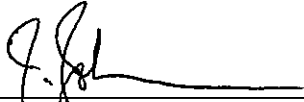
On May 29, 2014, the Guam Power Authority petitioned the Commission for authority to issue up to \$94 million in revenue bonds for the purpose of financing projects authorized to be financed thereby in accordance with the Chapter 8, Title 12, Guam Code Annotated (§8101 et seq.), as amended from time to time (the "Act").

The Commission has examined the petition and the findings and recommendations of its Counsel and Regulatory Consultant. After discussion at one or more duly convened meetings of the Commission, and upon the specific finding that the GPA petition is in the best interests of GPA's ratepayers, the Commission, by unanimous vote by the Commissioners, hereby ORDERS THAT:

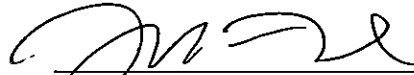
- 1. The Order Approving Long-Term Debt, in form attached ("Debt Order"), shall be and is hereby adopted by the Commission.
2. GPA shall obtain prior approval of the new projects, as scheduled on Exhibit A to the Debt Order, before either procurement can begin on the projects or before bond proceeds can be expended or committed on them. Any reprogramming of projects and the associated bond funds shall be subject to prior Commission approval.
3. GPA shall obtain prior approval to use any excess bond proceeds or contingency funds not previously committed to an approved new project, before such excess bond proceeds or contingency funds can be expended or committed.
4. No implied approval is provided by the Commission regarding the revenue and expense pro forma statements utilized in the financing.
5. The Commission authorizes its Chairman to approve such changes with respect to the maximum aggregate principal amount of the bonds to be issued, and other matters not inconsistent with the terms of this Order.
6. The Authority shall provide quarterly reports in a manner approved by the Commission 45 days after the close of each quarter on the actual uses of the bonds.

7. The Commission affirms its commitment to support a debt service coverage ratio of 1.75 times on all senior debt including Revenue Bonds and 1.4 times in respect of all Subordinate Revenue Bonds.

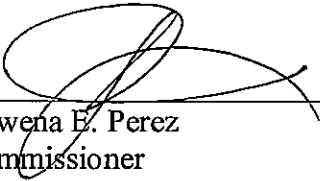
Dated this 31st day of July 2014.



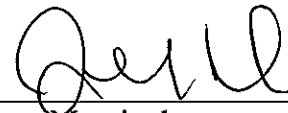
Jeffrey C. Johnson
Chairman



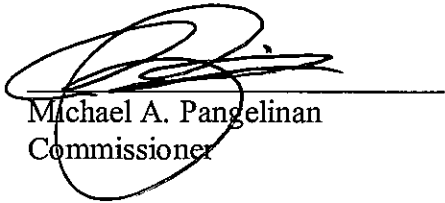
Joseph M. McDonald
Commissioner




Rowena E. Perez
Commissioner



Peter Montinola
Commissioner



Michael A. Pangelinan
Commissioner



Andrew L. Niven
Commissioner



Filomena M. Cantoria
Commissioner