Office of the General Manager

September 4, 2012

Director Lynne Heidel
Director Keith Lewinger
Director Fern Steiner
Director Doug Wilson
San Diego County Water Authority
4766 Overland Avenue
San Diego, CA 92123

Dear Directors:

Comments on Appendix A to Remarketing Statement and Official Statement

Chairman Foley has asked me to respond to your comments to the draft Remarketing Statement for Metropolitan's Water Revenue Refunding Bonds, 2009 Series A-1 and Official Statement for Metropolitan's Water Revenue Refunding Bonds, 2012 Series F, received early on August 20, 2012.

At the Finance and Insurance Committee meeting on August 20, we committed to take your comments and any other comments into account in finalizing the offering statements, and we have done so. The Appendix A to Metropolitan's Remarketing and Official Statements is marked to show changes from the August 7, 2012 draft provided to the Board. Many of the changes were included to respond to comments in your August 20 letter.

We appreciate your comments on Appendix A. Board review of Appendix A is an essential component of Metropolitan's process to assure that Remarketing Statements and Official Statements for our financings are up to date and accurately reflect disclosure of material facts relevant to Metropolitan's financial position. Staff has considered these comments and prior comments, in consultation with bond counsel and the financing team, and in each instance made

every effort to confirm facts based on the totality of information then available and refined each Remarketing Statement and Official Statement, then being considered, in response to comments from members of the Board.

Sincerely,

Gary Breaux
Assistant General Manager/Chief Financial Officer

cc: Board of Directors
        S. Bennion
        C. Dunn
        J. Kightlinger
        K. Norris
        M. Scully