



CITY OF PALM DESERT

73-510 FRED WARING DRIVE
PALM DESERT, CALIFORNIA 92260-2578
TEL: 760 346-0611
info@cityofpalmdesert.org

February 18, 2011

Elizabeth M. Murphy, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

Re: File Number S7-45-10

To Whom It May Concern:

This letter is submitted to provide comments regarding Release No. 34-63576 (the "Release") and the proposed rules therein, rules 15Ba1-1 through 15Ba1-7 under the Securities Exchange Act of 1934. I am currently a Trustee on the Board of Trustees (the "Board") of California Asset Management Trust (the "Trust"), a joint powers authority and common law trust created to meet local government investment needs in a manner and at a cost determined by the local governments that use the California Asset Management Program ("CAMP") administered by the Trust.

Public agencies participating in CAMP may invest proceeds of tax-exempt debt issues, operating funds, and capital reserves in a short-term money market portfolio (the "Pool") offered by the Trust. The Trust engages an investment adviser to manage the Pool, subject to the oversight of the Board. For those public agencies who wish to invest funds at fixed rates or for a term that is longer than the usual maturity of the Pool, CAMP includes an option for the contracted investment adviser to work directly with a public agency to provide separately managed individual portfolios. However, individual portfolios are not assets of the Trust and are not under the management supervision of the Board.

A public agency wishing to utilize the services offered in CAMP are required to join the Trust and therefore become shareholders of the Trust, with voting rights conferring approval powers in proportion to the number of full and fractional shares held by each participating local agency. All Trustees serving on the Board of the Trust must be members of the governing body, officers, or full-time employees of California public agencies, with a minimum of one Trustee representing each of the following types of public agencies (to the extent the Trust's shareholders at the time include such type of public agency): a county, a city, and a public district. Currently seven Trustees serve on the Board of the Trust.

Trustees serving on the Board of the Trust are initially appointed by the Board and, in accordance with the Trust's bylaws, are subject to annual approval by a majority vote of the shareholders of the Trust. The Trustees serve without compensation, but are reimbursed by the Trust for reasonable travel and other out-of-pocket expenses incurred in connection with their duties as Trustees.

Elizabeth M. Murphy

February 18, 2011

Page 2 of 2

The Trust supports the regulation of municipal advisors which was included in Section 975 of the 2010 Dodd-Frank Act, including registration of the investment adviser hired by the Trust to manage the Pool. However, the Trust opposes the proposed definition of municipal advisors to include appointed members of governing bodies of municipal entities, and in particular, such appointed members who are also subject to approval by vote of their constituents, for the following reasons:

1. The Release proposes to exclude elected members of governing bodies or ex officio members of a governing body, from the municipal advisor registration requirements, because of their direct accountability to the municipal entity for their actions and performance. Similarly, members of governing bodies who are initially appointed, but subject to annual approval of all members or shareholders of the municipal entity (such as the Trustees of the Board of the Trust), are also directly and equally accountable to the municipal entity for their actions and performance.
2. Appointed members of governing bodies of municipal entities are typically volunteers who are interested in serving for the public good, and often have special expertise that is critical to the effective functioning of the governing body. Municipal advisor registration requirements for appointed members of governing bodies could deter qualified citizens from participating on these boards.

As a Trustee of the Board of the California Asset Management Trust, I respectfully request the Commission to exclude from the municipal advisor registration requirements those members of governing bodies who are initially appointed, but subject to the annual or other periodic approving vote of all members or shareholders of the municipal entity.

Sincerely,



Paul S. Gibson
Finance Director / City Treasurer