

EATON VANCE INSURED PENNSYLVANIA MUNICIPAL BOND FUND
Form DEF 14A
May 31, 2007

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
Confidential, For Use of the Commission Only (as permitted
by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Section 240.14a-12

Eaton Vance Insured Municipal Bond Fund	Eaton Vance Insured Michigan Municipal Bond Fund
Eaton Vance Insured Municipal Bond Fund II	Eaton Vance Insured New Jersey Municipal Bond Fund
Eaton Vance Insured California Municipal Bond Fund	Eaton Vance Insured New York Municipal Bond Fund
Eaton Vance Insured California Municipal Bond Fund II	Eaton Vance Insured New York Municipal Bond Fund II
Eaton Vance Insured Florida Municipal Bond Fund	Eaton Vance Insured Ohio Municipal Bond Fund
Eaton Vance Insured Massachusetts Municipal Bond Fund	Eaton Vance Insured Pennsylvania Municipal Bond Fund

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i) (1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement no.:

(3) Filing Party:

(4) Date Filed:

**Eaton Vance Insured California Municipal Bond Fund
Eaton Vance Insured California Municipal Bond Fund II
Eaton Vance Insured Florida Municipal Bond Fund
Eaton Vance Insured Massachusetts Municipal Bond Fund
Eaton Vance Insured Michigan Municipal Bond Fund
Eaton Vance Insured Municipal Bond Fund**

**Eaton Vance Insured Municipal Bond Fund II
Eaton Vance Insured New Jersey Municipal Bond Fund
Eaton Vance Insured New York Municipal Bond Fund
Eaton Vance Insured New York Municipal Bond Fund II
Eaton Vance Insured Ohio Municipal Bond Fund
Eaton Vance Insured Pennsylvania Municipal Bond Fund**

**The Eaton Vance Building
255 State Street
Boston, Massachusetts 02109**

May 30, 2007

Dear Shareholder:

You are cordially invited to attend the Annual Meeting of Shareholders of your Fund, which will be held at The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109, on Friday, July 20, 2007 at 1:30 P.M. (Boston time).

At this meeting, you will be asked to consider the election of Trustees. The enclosed proxy statement contains additional information.

We hope that you will be able to attend the meeting. Whether or not you plan to attend and regardless of the number of shares you own, it is important that your shares be represented. We urge you to complete, sign and date the enclosed proxy card and return it in the enclosed postage-paid envelope as soon as possible to assure that your shares are represented at the meeting.

Sincerely,

/s/ Cynthia J. Clemson
Cynthia J. Clemson
Co-Director
Municipal Investments

/s/ Robert B. MacIntosh
Robert B. MacIntosh
Co-Director
Municipal Investments

YOUR VOTE IS IMPORTANT PLEASE RETURN YOUR PROXY CARD PROMPTLY.

It is important that your shares be represented at the Annual Meeting. Whether or not you plan to attend in person, you are requested to complete, sign and return the enclosed proxy card as soon as possible. You may withdraw your proxy if you attend the Annual Meeting and desire to vote in person.

Eaton Vance Insured California Municipal Bond Fund
Eaton Vance Insured California Municipal Bond Fund II
Eaton Vance Insured Florida Municipal Bond Fund
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Eaton Vance Insured Ohio Municipal Bond Fund
Eaton Vance Insured Pennsylvania Municipal Bond Fund

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

To Be Held Friday, July 20, 2007

The Annual Meeting of Shareholders of each of the above registered investment companies, each a Massachusetts business trust (collectively the Funds), will be held at the principal office of each Fund, The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109, on Friday, July 20, 2007 at 1:30 P.M. (Boston time), for the following purposes:

1. To elect four Class II Trustees and one Class III Trustee of each Fund.

2. To consider and act upon any other matters that may properly come before the meeting and any adjourned or postponed session thereof.

Each Fund will hold a separate meeting. Shareholders of each Fund will vote separately.

The Board of Trustees of each Fund has fixed the close of business on May 14, 2007 as the record date for the determination of the shareholders of a Fund entitled to notice of and to vote at the meeting and any adjournments or postponement(s) thereof.

By Order of each Board of Trustees

/s/ Alan R. Dynner

Alan R. Dynner

Secretary

May 30, 2007
Boston, Massachusetts

IMPORTANT

Shareholders can help the Board of Trustees of their Fund avoid the necessity and additional expense to the Funds of further solicitations to obtain a quorum by promptly returning the enclosed proxy. The enclosed addressed envelope requires no postage if mailed in the United States and is intended for your convenience.

Eaton Vance Insured California Municipal Bond Fund	Eaton Vance Insured Municipal Bond Fund II
Eaton Vance Insured California Municipal Bond Fund II	Eaton Vance Insured New Jersey Municipal Bond Fund
Eaton Vance Insured Florida Municipal Bond Fund	Eaton Vance Insured New York Municipal Bond Fund
Eaton Vance Insured Massachusetts Municipal Bond Fund	Eaton Vance Insured New York Municipal Bond Fund II
Eaton Vance Insured Michigan Municipal Bond Fund	Eaton Vance Insured Ohio Municipal Bond Fund
Eaton Vance Insured Municipal Bond Fund	Eaton Vance Insured Pennsylvania Municipal Bond Fund

**The Eaton Vance Building
255 State Street
Boston, Massachusetts 02109**

PROXY STATEMENT

A proxy is enclosed with the foregoing Notice of the Annual Meetings of Shareholders of Eaton Vance Insured California Municipal Bond Fund (the California Fund), Eaton Vance Insured California Municipal Bond Fund II (the California Fund II), Eaton Vance Insured Florida Municipal Bond Fund (the Florida Fund), Eaton Vance Insured Massachusetts Municipal Bond Fund (the Massachusetts Fund), Eaton Vance Insured Michigan Municipal Bond Fund (the Michigan Fund), Eaton Vance Insured Municipal Bond Fund (the Municipal Fund), Eaton Vance Insured Municipal Bond Fund II (the Municipal Fund II), Eaton Vance Insured New Jersey Municipal Bond Fund (the New Jersey Fund), Eaton Vance Insured New York Municipal Bond Fund (the New York Fund), Eaton Vance Insured New York Municipal Bond Fund II (the New York Fund II), Eaton Vance Insured Ohio Municipal Bond Fund (the Ohio Fund) and Eaton Vance Insured Pennsylvania Bond Fund (the Pennsylvania Fund) (collectively the Funds), to be held on July 20, 2007, for the benefit of shareholders who do not expect to be present at the meeting. This proxy is solicited on behalf of the Board of Trustees of each Fund, and is revocable by the person giving it prior to exercise by a signed writing filed with the Funds Secretary, or by executing and delivering a later dated proxy, or by attending the meeting and voting the shares in person. Each proxy will be voted in accordance with its instructions; if no instruction is given, an executed proxy will authorize the persons named as attorneys, or any of them, to vote in favor of the election of each Trustee. This proxy material is being mailed to shareholders on or about May 30, 2007.

The Board of Trustees of each Fund has fixed the close of business on May 14, 2007 as the record date for the determination of the shareholders entitled to notice of and to vote at the meeting and any adjournments or postponements thereof. Shareholders at the close of business on the record date will be entitled to one vote for each share held. The number of Common Shares, \$.01 par value per share, and the number of Auction Preferred Shares, \$.01 par value per share, liquidation preference \$25,000 per share (APS), of each Fund outstanding on May 14, 2007 were as follows:

Fund	No. of Common Shares Outstanding May 14, 2007	No. of APS Shares Outstanding May 14, 2007
California Fund	21,633,428	7,800
California Fund II	3,861,925	1,350
Florida Fund	2,575,502	900
Massachusetts Fund	1,753,892	620
Michigan Fund	1,511,845	540
Municipal Fund	64,678,761	23,700
Municipal Fund II	9,926,977	3,500

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New Jersey Fund	2,564,738	900
New York Fund	15,706,009	5,700
New York Fund II	2,555,103	900
Ohio Fund	2,512,913	875
Pennsylvania Fund	2,943,172	1,040

Each Fund will vote separately on each item; votes of multiple Funds will not be aggregated.

As of May 14, 2007, to each Fund's knowledge, (i) no shareholder beneficially owned more than 5% of the outstanding shares of a Fund; and (ii) the Trustees and officers of each Fund, individually and as a group, owned beneficially less than 1% of the outstanding shares of each Fund.

The Boards of Trustees of the Funds know of no business other than that mentioned in Item 1 of the Notice of Meeting that will be presented for consideration. If any other matters are properly presented, it is the intention of the persons named as attorneys in the enclosed proxy to vote the proxies in accordance with their judgment on such matters.

PROPOSAL 1. ELECTION OF TRUSTEES

Each Fund's Agreement and Declaration of Trust provides that a majority of the Trustees shall fix the number of the entire Board and that such number shall be at least two and no greater than fifteen. Each Board will fix the appropriate number of Trustees from time to time. Each Fund's Agreement and Declaration of Trust further provides that the Board of Trustees shall be divided into three classes. The term of office of the Class II Trustees expires on the date of the 2007 Annual Meeting, and the term of office of the Class III and Class I Trustees will expire one and two years thereafter, respectively. Only nominees for Class II Trustees and one nominee for Class III Trustee are currently proposed for election. Class II Trustees chosen to succeed the Class II Trustees whose terms are expiring will be elected for a three-year term. The term of office of the Class III Trustee elected at this meeting will expire on the date of the 2008 Annual Meeting. An effect of staggered terms is to limit the ability of entities or persons to acquire control of a Fund.

Proxies will be voted for the election of the following Class II nominees: Benjamin C. Esty, Thomas E. Faust Jr., Allen R. Freedman and James B. Hawkes. Mr. Esty will be elected solely by the holders of each Fund's Auction Preferred Shares. Proxies will also be voted for the election of one Class III nominee, Heidi L. Steiger. Ms. Steiger was appointed as a Class III Trustee by the Board on April 23, 2007 and is being nominated for election by shareholders of each Fund at the July 20, 2007 meeting. Each nominee is currently serving as a Trustee and has consented to continue to so serve. Messrs. Faust, Freedman and Hawkes are currently Class II Trustees. Mr. Esty is currently a Class III Trustee, but will be reappointed as a Class II Trustee by the Board on July 1, 2007. In the event that a nominee is unable to serve for any reason (which is not now expected) when the election occurs, the accompanying Proxy will be voted for such other person or persons as the Board of Trustees may recommend. No nominee is a party adverse to the Funds or any of its affiliates in any material pending legal proceeding, nor does any nominee have an interest materially adverse to the Funds.

The Class III Trustees serving until the 2008 Annual Meeting are Ronald A. Pearlman, Norton H. Reamer and Ms. Steiger. The Class I Trustees serving until the 2009 Annual Meeting are William H. Park, Lynn A. Stout and Ralph F. Verni. Effective July 1, 2007, Samuel L. Hayes, III, currently a Class II Trustee, will be retiring as a Trustee and Chairman of the Board. On that date, Mr. Verni will become Chairman and Mr. Esty will become a Class II Trustee.

The four nominees for Class II Trustee and one nominee for Class III Trustee and each Fund's other current Class III and Class I Trustees and their principal occupations for at least the last five years are described below.

TRUSTEES

Name, Address and Age ⁽¹⁾	Position(s) Held with the Funds	Term of Office and Length of Time Served	Principal Occupations During Past Five Years	Number of Portfolios in Fund Complex Overseen by Trustee ⁽²⁾	Other Directorships Held by Trustee
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CLASS II TRUSTEES AND CLASS III TRUSTEE NOMINATED FOR ELECTION

INTERESTED TRUSTEES

Thomas E. Faust Jr. DOB: 5/31/58	Class II Trustee	Until 2007. 3 years. Trustee since 2007.	President of Eaton Vance Corp., (EVC), Boston Management and Research (BMR), Eaton Vance Management (EVM or Eaton Vance) and Eaton Vance, Inc. (EV), and Director of EVC and EVD. Chief Investment Officer of EVC, EVM and BMR. Trustee and/or officer of 164 registered investment companies and 5 private investment companies managed by EVM or BMR. Mr. Faust is an interested person because of his positions with EVC, BMR, EVD, EVM and EV, which are affiliates of each Fund.	164	Director Eaton Vance Corp.
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James B. Hawkes DOB: 11/9/41	Vice President and Class II Trustee	Until 2007. 3 years. Trustee since 2002.	Chairman and Chief Executive Officer of EVC, BMR, EVM and EV; Director of EV; Chief Executive Officer, President and Director of Eaton Vance Distributors (EVD). Trustee and/or officer of 172 registered investment companies in the Eaton Vance Fund Complex. Mr. Hawkes is an interested person because of his positions with EVC, BMR, EVD, EVM and EV, which are affiliates of each Fund.	172	Director Eaton Vance Corp.
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NONINTERESTED TRUSTEES

Benjamin C. Esty (A)* DOB: 1/2/63	Class III Trustee	Until 2008. 3 years. Trustee since 2005.	Roy and Elizabeth Simmons Professor of Business Administration, Harvard University Graduate School of Business Administration (since 2003). Formerly, Associate Professor, Harvard University Graduate School of Business Administration (2000-2003).	172	None
Allen R. Freedman DOB: 4/3/40	Class II Trustee	Until 2007. 3 years. Trustee since 2007.	Former Chairman and Chief Executive officer of Assurant, Inc. (insurance provider) (1978-2000).	169	Director Assurant Inc., Lor Ward International (fund distributor) (through June 24, 2007) and Stonemo Partners L.P. (owner and operator of cemetery)

Name, Address and Age ⁽¹⁾	Position(s) Held with the Funds	Term of Office and Length of Time Served	Principal Occupations During Past Five Years	Number of Portfolios in Fund Complex Overseen by Trustee ⁽²⁾	Other Directorships Held by Trustee
Heidi L. Steiger DOB: 7/8/53	Class III Trustee	Until 2008. Trustee since 2007.	President, Lowenhaupt Global Advisors, LLC (global wealth management firm) (since 2005); President and Contributing Editor, Worth Magazine (2004); Executive Vice President and Global Head of Private Asset Management (and various other positions), Neuberger Berman (investment firm) (1986-2004).	169	Director of Nuclear Electric Insurance Ltd. (nuclear insurance provider) and Aviva USA (insurance provider)

CLASS I AND OTHER CLASS III TRUSTEES**NONINTERESTED TRUSTEES**

William H. Park DOB: 9/19/47	Class I Trustee	Until 2009. 3 years. Trustee since 2003.	Vice Chairman, Commercial Industrial Finance Corp. (specialty finance company) (since 2005). Formerly, President and Chief Executive Officer, Prizm Capital Management, LLC (investment management firm) (2002-2005).	172	None
Ronald A. Pearlman DOB: 7/10/40	Class III Trustee	Until 2008. 3 years. Trustee since 2003.	Professor of Law, Georgetown University Law Center.	172	None
Norton H. Reamer (A) DOB: 9/21/35	Class III Trustee	Until 2008. 3 years. Trustee since 2002.	President, Chief Executive Officer and a Director of Asset Management Finance Corp. (a specialty finance company serving the investment management industry) (since October 2003). President, Unicorn Corporation (an investment and financial advisory services company) (since September 2000). Formerly, Chairman and Chief Operating Officer, Hellman, Jordan Manage-	172	None

ment Co., Inc. (an investment management company) (2000-2003). Formerly, Advisory Director of Berkshire Capital Corporation (investment banking firm) (2002-2003).

Lynn A. Stout DOB: 9/14/57	Class I Trustee	Until 2009. 3 years. Trustee since 2002.	Professor of Law, University of California at Los Angeles, School of Law.	172	None
Ralph F. Verni DOB: 1/26/43	Class I Trustee	Until 2009. 3 years. Trustee since 2005.	Consultant and private investor.	172	None

* Will be reappointed as a Class II Trustee by the Board as of July 1, 2007.

(1) The business address of each Trustee is The Eaton Vance Building, 255 State Street, Boston, MA 02109.

(2) Includes both master and feeder funds in a master-feeder structure.

(A) APS Trustee.

Interested Trustees

Thomas E. Faust Jr. and James B. Hawkes are interested persons (as defined in the Investment Company Act of 1940 (the 1940 Act)) by reason of their affiliations with EVM, each Fund s investment adviser,

and EVC, a publicly-held holding company, which owns all the outstanding shares of EVM; and of EVM's trustee, EV. (EVM, EVC, and their affiliates are sometimes referred to collectively herein as the Eaton Vance Organization.) Messrs. Faust and Hawkes hold positions with other Eaton Vance affiliates that are comparable to their positions with Eaton Vance listed above.

Election of Trustees by APS and Common Shares

Under the terms of each Fund's By-Laws, as amended (the By-Laws), the holders of the APS are entitled as a class, to the exclusion of the holders of the Common Shares, to elect two Trustees of each Fund (identified by an (A) after their names in the table above). Simply stated, the APS Trustees are only elected by the holders of the Fund's APS. Holders of Common Shares do not vote on the election of APS Trustees. Mr. Hayes, one of the current APS Trustees, will retire from each Board of Trustees of the Funds effective July 1, 2007. Each Board has appointed Mr. Esty as an APS Trustee effective as of such date, and Mr. Esty has been nominated for election by the holders of the APS at the July 20, 2007 meeting. The By-Laws further provide for the election of the other nominees named above by the holders of the Common Shares and the APS, voting as a single class. Election of Trustees is non-cumulative. Shareholders do not have appraisal rights in connection with the proposal in this proxy statement. The Trustees of a Fund shall be elected by the affirmative vote of a plurality of the shares of the Fund entitled to vote.

Share Ownership By Trustee

The following table shows the dollar range of shares beneficially owned in a Fund and in all Eaton Vance funds by each Trustee:

<u>Name of Trustee</u>	<u>Dollar Range of Fund Shares Held</u>	<u>Aggregate Dollar Range of Equity Securities in all Eaton Vance Funds Overseen by Trustee</u>
Interested Trustees		
Thomas E. Faust Jr.	None	Over \$100,000
James B. Hawkes	None	Over \$100,000
Noninterested Trustees		
Benjamin C. Esty	None	Over \$100,000
Allen R. Freedman	None	Over \$100,000
William H. Park	None	Over \$100,000
Ronald A. Pearlman	None	Over \$100,000
Norton H. Reamer	None	Over \$100,000
Heidi L. Steiger	None	Over \$100,000
Lynn A. Stout	None	Over \$100,000*
Ralph F. Verni	None	Over \$100,000*

Figures are as of May 14, 2007.

* Includes shares which may be deemed to be beneficially owned through the Trustee Deferred Compensation Plan.

Board Meetings and Committees

During the fiscal year ended September 30, 2006, the Trustees of each Fund met nine times. Each Board of Trustees has three formal standing committees, an Audit Committee, a Special Committee and a Governance Committee. The Audit Committee met five times, the Special Committee met nine times and the Governance Committee met five times during such period. Each Trustee attended at least 75% of such Board and Committee meetings on which he or she serves. None of the Trustees attended the 2006 Annual Meeting of Shareholders.

The Audit, Special and Governance Committees of the Board of Trustees of each Fund are each comprised of Trustees who are not interested persons as that term is defined under the 1940 Act (Independent Trustees). The respective duties and responsibilities of these Committees remain under the continuing review of the Governance Committee and the Board.

Messrs. Reamer (Chair), Hayes (until July 1, 2007), Park and Verni, and Mmes. Steiger and Stout serve on the Audit Committee of the Board of Trustees of each Fund, such Audit Committee being established in accordance with Section 3(a)(58)A of the Securities Exchange Act of 1934. Each Audit Committee member is independent under applicable listing standards of the American Stock Exchange. The purposes of the Audit Committee are to (i) oversee each Fund's accounting and financial reporting processes, its internal control over financial reporting, and, as appropriate, the internal control over financial reporting of certain

service providers; (ii) oversee or, as appropriate, assist Board oversight of the quality and integrity of each Fund's financial statements and the independent audit thereof; (iii) oversee, or, as appropriate, assist Board oversight of, each Fund's compliance with legal and regulatory requirements that relate to the Fund's accounting and financial reporting, internal control over financial reporting and independent audits; (iv) approve, prior to appointment, the engagement and, when appropriate, replacement of the independent auditors, and, if applicable, nominate independent auditors to be proposed for shareholder ratification in any proxy statement of each Fund; (v) evaluate the qualifications, independence and performance of the independent auditors and the audit partner in charge of leading the audit; and (vi) prepare such Audit Committee reports consistent with the requirements of Rule 306 of Regulation S-K for inclusion in the proxy statement for the Annual Meeting of Shareholders of the Fund. Each Fund's Board of Trustees has adopted a written charter for its Audit Committee, a copy of which, without appendices, is attached as Exhibit A. The Audit Committee's Report is set forth below under Additional Information. The Board of Trustees of each Fund has designated Messrs. Park, Hayes and Reamer as the Fund's Audit Committee financial experts.

Messrs. Hayes (Chair) (until July 1, 2007), Esty, Freedman, Park, Pearlman, Reamer and Verni serve on the Special Committee of the Board of Trustees of each Fund. The purposes of the Special Committee are to consider, evaluate and make recommendations to the Board of Trustees concerning the following matters: (i) contractual arrangements with each service provider to a Fund, including advisory, sub-advisory, transfer agency, custodial and fund accounting, distribution services (if any) and administrative services; (ii) any and all other matters in which any of a Fund's service providers (including Eaton Vance or any affiliated entity thereof) has an actual or potential conflict of interest with the interests of a Fund or its shareholders; and (iii) any other matter appropriate for review by the Independent Trustees, unless the matter is within the responsibilities of the Audit Committee or the Governance Committee of a Fund.

Mmes. Stout (Chair) and Steiger, and Messrs. Esty, Freedman, Hayes (until July 1, 2007), Park, Pearlman, Reamer and Verni serve on the Governance Committee of the Board of Trustees of each Fund. Each Governance Committee member is independent under applicable listing standards of the American Stock Exchange. The purpose of the Governance Committee is to consider, evaluate and make recommendations to the Board of Trustees with respect to the structure, membership and operation of the Board of Trustees and the Committees thereof, including the nomination and selection of Independent Trustees and a Chairperson of the Board and the compensation of Independent Trustees.

Each Fund's Board of Trustees has adopted a written charter for its Governance Committee, a copy of which is attached as Exhibit B but not available on Eaton Vance's website. The Governance Committee identifies candidates by obtaining referrals from such sources as it deems appropriate, which may include current Trustees, management of the Fund, counsel and other advisors to the Trustees, and shareholders of the Funds who submit recommendations in accordance with the procedures described in the Committee's charter. In no event shall the Governance Committee consider as a candidate to fill any vacancy an individual recommended by management of the Fund, unless the Governance Committee has invited management to make such a recommendation. The Governance Committee will, when a vacancy exists or is anticipated, consider any nominee for Independent Trustee recommended by a shareholder if such recommendation is submitted in writing to the Governance Committee, contains sufficient background information concerning the candidate, including evidence the candidate is willing to serve as an Independent Trustee if selected for the position, and is received in a sufficiently timely manner. The Governance Committee's procedures for identifying and evaluating candidates for the position of Independent Trustee, including the procedures to be followed by shareholders of the Fund wishing to recommend such candidates for consideration by the Governance Committee and the qualifications the Governance Committee will consider, are set forth in Appendix A to the Committee's charter.

Communications with the Board

Shareholders wishing to communicate with the Board may do so by sending a written communication to the Chairperson of the Board, any Chairperson of the Audit Committee, Special Committee or Governance Committee or to the Independent Trustees as a group, at the following address: The Eaton Vance Building, 255 State Street, Boston, MA 02109, - the Secretary of the applicable Fund.

Remuneration of Trustees

The fees and expenses of those Trustees of each Fund who are not members of the Eaton Vance Organization will be paid by the Funds. For the fiscal year ended September 30, 2006, the noninterested Trustees of the Funds earned the compensation set forth below in their capacities as Trustees of the Funds.

For the calendar year ended December 31, 2006, the Trustees earned the compensation set forth below in their capacities as Trustees of the funds in the Eaton Vance fund complex⁽¹⁾:

	Benjamin C. Esty	William H. Park⁽²⁾	Ronald A. Pearlman	Norton H. Reamer	Lynn A. Stout⁽³⁾	Ralph F. Verni⁽⁴⁾
California Fund	\$ 2,350	\$ 2,302	\$ 2,306	\$ 2,429	\$ 2,434	\$ 2,352
California Fund II	875	925	859	1,003	904	800
Florida Fund	230	215	226	223	239	242
Massachusetts Fund	230	215	226	223	239	242
Michigan Fund	23	22	23	22	24	24
Municipal Fund	3,179	3,077	3,120	3,231	3,294	3,224
Municipal Fund II	1,520	1,528	1,492	1,627	1,574	1,479
New Jersey Fund	230	215	226	&nb		