

## **RESOLUTION**

**RCCC-2017-001**

### **APPROVAL OF ORGANIZATION OF RENEWAL CONTRACT COORDINATING COMMITTEE**

On motion of Durand Robison, seconded by Reiko Kerr, at a meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Committee”) held on March 21, 2017, the following Resolution was duly adopted:

WHEREAS, pursuant to Section 6.1.10.3 of those certain Renewal Power Sales Contracts, dated January 16, 2017, between Intermountain Power Agency (“IPA”) and the purchasers listed on Appendix A attached hereto and incorporated by this reference (collectively, the “Contracts”), the Committee was organized by the appointment or election by the Purchasers of the Purchasers’ respective representatives and alternate representatives to the Committee (collectively, the “Representatives”) on or before February 16, 2017 (being the thirtieth (30th) day following the Entitlement Determination Date, as defined in the Contracts); and

WHEREAS, the initial Representatives appointed or elected pursuant to Section 6.1 of the Contracts (the “Initial Representatives”) and the Purchasers represented by the Initial Representatives are set forth opposite the name of such Purchasers on Appendix A attached hereto and incorporated by this reference; and

WHEREAS, although the Committee’s responsibilities, duties and rights prior to the Transition Date are limited to those under Sections 6.3, 6.4 and 15.1 of the Contracts, the Committee desires to establish rules, procedures and committees to facilitate any action that it may take from time to time pursuant to such responsibilities, duties and rights prior to the Transition Date as well as actions that may be taken from and after the Transition Date; and

WHEREAS, the Committee has received a letter dated March 9, 2017 from Mr. Bradford L. Packer, on behalf of the Project Manager (the “Project Manager Recommendation Letter”), setting forth the foregoing recitals and recommending that the Committee approve, adopt and take the following actions (the “Recommended Actions”):

1. Determine that the appointment or election of the Initial Representatives constitutes the timely organization of the Committee in accordance with the Contracts; and
2. Direct the Chairman and the Project Manager to provide recommendations regarding the following: (a) a form of bylaws for the Committee setting forth rules and procedures to govern the conduct of the Committee’s business, and (b) the subcommittees that should be established pursuant to Section 6.6 of the Contracts to facilitate the proper performance of the Committee’s responsibilities, duties and rights existing from time to time under the Contracts and, for each such subcommittee, the proposed membership of such subcommittee and the form of charter specifying the responsibilities, duties and rights of such subcommittee; and

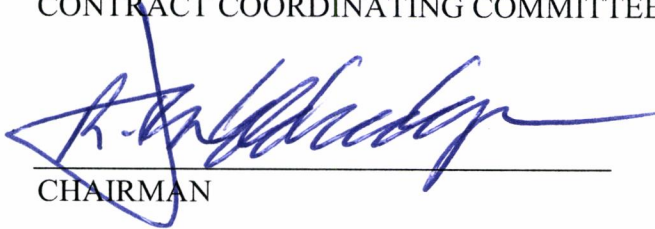
WHEREAS, the Project Manager provided a briefing on a conference call on March 14, 2017, and at a meeting of the Committee on March 21, 2017 (collectively, the "Project Manager Briefing") during which the Project Manager described and explained the basis for recommending the Recommended Actions.

WHEREAS, the Committee has reviewed and considered the Project Manager Recommendation Letter and the Project Manager Briefing, including the determinations, advice and recommendations of the Project Manager.

NOW, THEREFORE, BE IT RESOLVED, that the Committee hereby approves, adopts and takes the Recommended Actions; and

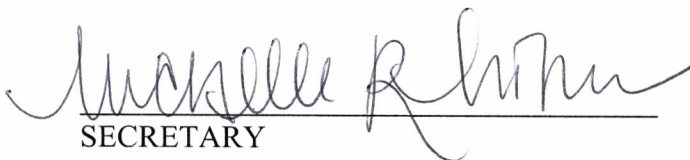
BE IT FURTHER RESOLVED, that the Chairman is hereby authorized and directed by the Committee to execute this Resolution and to do all things necessary to render the same in full force and effect.

INTERMOUNTAIN POWER PROJECT RENEWAL  
CONTRACT COORDINATING COMMITTEE



CHAIRMAN

ATTEST:



SECRETARY

APPENDIX A

PURCHASERS AND INITIAL REPRESENTATIVES

<u>Purchaser</u>	<u>Representative and Alternate Representative</u>
Beaver City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
City of Bountiful	Allen Johnson, Representative Gary Hill, Alternate Representative
Enterprise City	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Ephraim City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
City of Fairview	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Fillmore City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Heber Light & Power Company	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Holden Town Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
City of Hurricane	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Hyrum City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative

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<u>Purchaser</u>	<u>Representative and Alternate Representative</u>
Kanosh Town Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Kaysville City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
City of Lehi	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
City of Logan	Mark Montgomery, Representative Yuqi Zhao, Alternate Representative
Morgan City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Mt. Pleasant City	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Murray City Corporation	Blaine Haacke, Representative Greg Bellon, Alternate Representative
Town of Oak City	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Parowan City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Price City	Ted L. Olson, Representative Edward M. Collins, Alternate Representative
Spring City Corporation	Ted L. Olson, Representative Edward M. Collins, Alternate Representative

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<u>Purchaser</u>	<u>Representative and Alternate Representative</u>
Bridger Valley Electric Association, Inc.	Durand Robison, Representative LaDel Laub, Alternate Representative
Dixie-Escalante Rural Electric Association, Inc.	Durand Robison, Representative LaDel Laub, Alternate Representative
Flowell Electric Association, Inc.	Durand Robison, Representative LaDel Laub, Alternate Representative
Garkane Energy Cooperative, Inc.	Durand Robison, Representative LaDel Laub, Alternate Representative
Moon Lake Electric Association, Inc.	Grant Earl, Representative Jared Griffiths, Alternate Representative
Mt. Wheeler Power, Inc.	Randy Ewell, Representative Kevin Robison, Alternate Representative
Burbank Water and Power	Jorge Somoano, Representative Lincoln Bleveans, Alternate Representative
Glendale Water & Power	Ramon Abueg, Representative Christine Godinez, Alternate Representative
Department of Water and Power of the City of Los Angeles	Bradford Packer, Representative Bill Engels, Alternate Representative Reiko Kerr, Alternate Representative
Pasadena Water and Power	Gurcharan Bawa, Representative Steven Endo, Alternate Representative Eric Klinkner, Alternate Representative Shari Thomas, Alternate Representative

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<u>Purchaser</u>	<u>Representative and Alternate Representative</u>
Riverside Public Utilities	Girish Balachandran, Representative Daniel E. Garcia, Alternate Representative Martin Ochoterena, Alternate Representative Kevin Milligan, Alternate Representative Laura Chavez-Nomura, Alternate Representative