

RESOLUTION

RCCC-2021-003

AUTHORIZATION TO EXECUTE ENGINEERING, PROCUREMENT, AND CONSTRUCTION AGREEMENT NO. 722 (IPP SWITCHYARD)

On motion of Scott Mellon, seconded by Mark Young, at a virtual meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Committee”) held June 15, 2021, the following Resolution was duly adopted:

WHEREAS, Intermountain Power Agency (“IPA”) is a party with the Purchasers (as defined in such Power Sales Contracts) to those certain Power Sales Contracts, dated as of September 28, 1978 for the Utah Purchasers (as defined in such Power Sales Contracts) and August 6, 1980 for the California Purchasers (as defined in such Power Sales Contracts) (such Power Sales Contracts, as amended, revised and updated, collectively, the “Power Sales Contracts”); and

WHEREAS, IPA is also a party to those certain Renewal Power Sales Contracts, dated as of January 16, 2017 (as amended and updated, the “Renewal Power Sales Contracts”) with those Purchasers that (i) accepted the Renewal Offer (as defined in the Power Sales Contracts) and (ii) did not subsequently terminate their Renewal Power Sales Contract pursuant to Section 42.1 of the Renewal Power Sales Contracts; and

WHEREAS, the Original Coordinating Committee (as defined in the Renewal Power Sales Contracts), the Committee, and the IPA Board of Directors (the “IPA Board”) previously adopted, respectively, Resolution Nos. CC-2021-003, RCCC-2021-001, and IPA-2021-003 (the “STS Renewal Resolutions”), which approved the STS Renewal Project (as defined in the STS Renewal Resolutions) as a Capital Improvement (as defined in the Power Sales Contracts), to be financed in accordance with the STS Financing Plan (as defined in the STS Renewal Resolutions); and

WHEREAS, the scope of work for the STS Renewal Project includes the expansion and renewal of the IPP AC Switchyard, as described in the STS Renewal Resolutions (the “IPP Switchyard Project”); and

WHEREAS, on June 15, 2020, the Project Manager issued a Request for Proposals (“RFP No. 722”), inviting interested firms to submit proposals to perform the IPP Switchyard Project; and

WHEREAS, out of several firms that submitted proposals in response to RFP No. 722, the Project Manager shortlisted three firms for further evaluation, and commenced commercial negotiations with two firms; and

WHEREAS, the Project Manager considers the proposal submitted by M.J. Electric, LLC (“MJE”) to provide the best value to IPA; and

WHEREAS, the Project Manager has prepared an Engineering, Procurement and Construction Agreement (“Agreement No. 722”), providing for MJE to perform the IPP Switchyard Project; and

WHEREAS, the Project Manager has requested authorization to execute Agreement No. 722 on behalf of IPA, with a total expenditure authority of \$91,500,000, plus applicable taxes; and

WHEREAS, the Committee has received a letter dated June 3, 2021 from Ms. Lori K. Morrish on behalf of the Project Manager (the “Project Manager Recommendation Letter”) recommending that the Committee authorize, and recommend that the IPA Board authorize, the Project Manager to execute Agreement No. 722 on behalf of IPA as described above; and

WHEREAS, the Project Manager provided a briefing on a conference call on June 7, 2021, and at a meeting of the Committee on June 15, 2021 (collectively, the “Project Manager Briefing”), during which the Project Manager described and explained the basis of the Project Manager’s recommendations, advice and determinations as set forth herein; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Committee hereby authorizes, and recommends that the IPA Board authorize, the Project Manager to execute Agreement No. 722 on behalf of IPA, with a total expenditure authority of \$91,500,000, plus applicable taxes, as described above and in the Project Manager Recommendation Letter; 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



CHAIRMAN, RENEWAL CONTRACT
COORDINATING COMMITTEE

ATTEST:



SECRETARY