

RESOLUTION

RCCC-2021-006

**ADOPTION OF AMENDMENTS TO THE HYDROGEN BETTERMENT FUNDING
PLAN**

On motion of Paul Schultz, seconded by Blaine Haacke, at a meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Renewal Committee”) held November 2, 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, including, without limitation, by the Second Amendatory Power Sales Contracts dated December 8, 2015, being, 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 (“Renewal Purchasers”); and

WHEREAS, the IPP Coordinating Committee, the Renewal Committee, and the IPA Board of Directors (“IPA Board”) adopted, respectively, Resolution Nos. CC-2020-011, RCCC-2020-001, and IPA-2020-010 (collectively, the “Hydrogen Betterment Resolutions”) to provide a mechanism for the Renewal Purchasers to fund Hydrogen Betterments (as defined in the Hydrogen Betterment Resolutions); and

WHEREAS, the Hydrogen Betterment Resolutions contemplated that the total amount of funds available in the Hydrogen Betterment Fund (as defined in the Hydrogen Betterment Resolutions) would be \$35,000,000; and

WHEREAS, Operating Agent has now determined that the cost of Hydrogen Betterments will exceed \$35,000,000, and desires to amend the Hydrogen Betterment Funding Plan to allow for increased funding of, and expenditures from, the Hydrogen Betterment Fund (those amendments, as set forth on Exhibits A and B attached to Resolution No. CC-2021-018 adopted by the IPP Coordinating Committee on November 2, 2021, the “Hydrogen Betterment Amendments”); and

WHEREAS, the Renewal Committee has received a letter dated October 22, 2021 from Mr. Gregory S. Huynh on behalf of the Operating Agent (the “Operating Agent Recommendation Letter”) recommending that the Renewal Committee adopt, and recommend that the IPA Board adopt, the Hydrogen Betterment Amendments; and

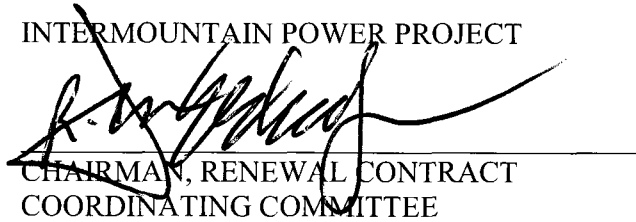
WHEREAS, the Operating Agent provided a briefing on a conference call on October 27, 2021, and at a meeting of the Renewal Committee on November 2, 2021 (collectively, the "Operating Agent Briefing"), during which the Operating Agent described and explained the basis of the Operating Agent's recommendations, advice and determinations as set forth herein; and

WHEREAS, the Renewal Committee has reviewed and considered the Operating Agent Recommendation Letter and the Operating Agent Briefing, including the recommendations, advice and determinations of the Operating Agent.

NOW, THEREFORE, BE IT RESOLVED, that the Renewal Committee hereby adopts, and recommends that the IPA Board adopt, the Hydrogen Betterment Amendments; and

BE IT FURTHER RESOLVED, that the Chairman is hereby authorized and directed by the Renewal 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