



**Intermountain Power Project  
RENEWAL CONTRACT  
COORDINATING COMMITTEE MEETING**

**May 16, 2022**

**INTERMOUNTAIN POWER  
GENERATING STATION  
850 BRUSH WELLMAN ROAD  
DELTA, UT AND VIA WEBEX**

**RENEWAL CONTRACT COORDINATING COMMITTEE PARTICIPATING VOTES**

Revised: April 19, 2022

CHAIRMAN – R. DAN ELDREDGE 801-938-1333 <a href="mailto:dan@ipautah.com">dan@ipautah.com</a>	%	Yes	No	Abs	Remarks
<b>BURBANK</b> 164 W. Magnolia Boulevard, Burbank, CA 91502 Dawn Roth Lindell 818-238-3550 <a href="mailto:drothlindell@burbankca.gov">drothlindell@burbankca.gov</a> Mandip Samra (Alt) 818-238-3752 <a href="mailto:msamra@burbankca.gov">msamra@burbankca.gov</a> Scott Mellon (Alt) 818-238-3659 <a href="mailto:smellon@burbankca.gov">smellon@burbankca.gov</a>	3.334				
<b>GLENDALE</b> 141 N. Glendale Ave, 4 <sup>th</sup> FL, Glendale, CA 91206 Mark Young (Alt) 818-548-2107 <a href="mailto:myoung@glendaleca.gov">myoung@glendaleca.gov</a> Chie Valdez 818-550-4709 <a href="mailto:cvaldez@glendaleca.gov">cvaldez@glendaleca.gov</a>	4.167				
<b>LOS ANGELES</b> 111 N. Hope St. Room 1263, Los Angeles CA 90012 Paul Schultz 213-367-2929 <a href="mailto:Paul.Schultz@ladwp.com">Paul.Schultz@ladwp.com</a> Reiko Kerr (Alt) 213-367-0387 Rm 921 <a href="mailto:Reiko.Kerr@ladwp.com">Reiko.Kerr@ladwp.com</a> Martin Adams (Alt.) <a href="mailto:Martin.Adams@ladwp.com">Martin.Adams@ladwp.com</a>	71.442				
<b>UTAH MUNICIPALITIES</b> Eric Larsen (Alt) 435-743-5114 Mobile: 435-253-1536 <a href="mailto:elarsen@frontiernet.net">elarsen@frontiernet.net</a> 210 South 370 East, Fillmore, UT84631	5.737				
<b>BOUNTIFUL</b> Allen Johnson 801-298-6162 <a href="mailto:allen@bountiful.gov">allen@bountiful.gov</a> 198 South 200 West, Bountiful UT 84010 Gary Hill (Alt) 801-298-6140 <a href="mailto:gary@bountiful.gov">gary@bountiful.gov</a> 790 South 100 East, Bountiful UT 84010	1.711				
<b>LOGAN</b> 530 North 800 West, Logan UT 84321 Mark Montgomery 435-716-9744 <a href="mailto:mark.montgomery@loganutah.org">mark.montgomery@loganutah.org</a> Yuqi Zhao (Alt) 435-716-9738 <a href="mailto:Yuqi.zhao@loganutah.org">Yuqi.zhao@loganutah.org</a>	2.491				
<b>MURRAY</b> 153 West 4800 South. Murray UT 84107 Blaine Haacke 801-558-9626 <a href="mailto:bhaacke@murray.utah.gov">bhaacke@murray.utah.gov</a> Greg Bellon (Alt) 801-330-9974 <a href="mailto:gbellon@murray.utah.gov">gbellon@murray.utah.gov</a>	4.036				
<b>REC’S (Bridger Valley, Garkane Energy, Flowell Electric)</b> LaDel Laub (Alt) 435-439-5311 <a href="mailto:ladell@dixiepower.com">ladell@dixiepower.com</a> Dixie-Escalante, 71 East Hwy 56 Beryl UT 84714	1.713				
<b>DIXIE-ESCALANTE</b> LaDel Laub (Alt) 435-439-5311 <a href="mailto:ladell@dixiepower.com">ladell@dixiepower.com</a> 71 East Hwy 56, Beryl UT 84714-5197	1.548				
<b>MOON LAKE ELECTRIC ASSOC.</b> 800 West Highway 40, Roosevelt UT 84066 Yankton Johnson 435-722-5409 <a href="mailto:yjohnson@mleainc.com">yjohnson@mleainc.com</a>	2.018				
<b>MT. WHEELER POWER, INC.</b> 1600 Great Basin Blvd, Ely, NV 89301 Kevin Robison (Alt) 775-289-8981 <a href="mailto:kevinr@mwpower.org">kevinr@mwpower.org</a>	1.803				
<b>TOTAL</b>	100.000				

**NOTICE OF INTERMOUNTAIN POWER PROJECT  
RENEWAL CONTRACT COORDINATING COMMITTEE MEETING**

THE INTERMOUNTAIN POWER PROJECT (IPP) HAS SCHEDULED A MEETING OF THE RENEWAL CONTRACT COORDINATING COMMITTEE AT 11:00 A.M. MOUNTAIN TIME (10:00 A.M. PACIFIC TIME) ON MONDAY, MAY 16, 2022, AT THE INTERMOUNTAIN POWER GENERATING STATION, 850 WEST BRUSH WELLMAN ROAD, DELTA, UTAH, AND VIA WEBEX.

**WEBEX MEETING INFORMATION**

WebEx Meeting Link:

<https://ladwp.webex.com/ladwp/j.php?MTID=m45c34bae834dda338430b75edfdb91d5>

Meeting number (access code): 2480 847 7000

Meeting password: suE3aAc3NV8

Join by Phone:

+1-213-306-3065,,24808477000## United States Toll (Los Angeles)

+1-415-655-0002,,24808477000## United States Toll

**A G E N D A**

1. INTRODUCTIONS AND ANNOUNCEMENTS (CAMERON COWAN)
2. CONSIDERATION OF APPROVAL OF THE MARCH 8, 2022 AND APRIL 18, 2022 RENEWAL CONTRACT COORDINATING COMMITTEE MEETING MINUTES
3. DISCUSSION OF THE MAY 16, 2022 INTERMOUNTAIN POWER PROJECT COORDINATING COMMITTEE MEETING (CAMERON COWAN)

4. **RESOLUTION RCCC-2022-005**  
CONSIDERATION OF AUTHORIZATION TO EXECUTE ACES AMENDMENTS  
(GREG HUYNH)
  
5. **RESOLUTION RCCC-2022-006**  
CONSIDERATION OF ADOPTION OF AMENDMENT TO THE HYDROGEN  
BETTERMENT FUNDING PLAN (GREG HUYNH)
  
6. EXECUTIVE SESSION

NOTE: The executive session is for the members of the IPP Renewal Contract Coordinating Committee, the IPA Board and staff, the Operating Agent, the Project Manager and the respective legal counsel to IPA and each of the foregoing. If any attendee of the meeting does not know whether they should be in the executive session, please come forward or contact the IPP Renewal Contract Coordinating Committee Chair, Cameron Cowan, at [cameron@ipautah.com](mailto:cameron@ipautah.com) before the meeting commences or by using the WebEx "Raise Hand" feature during the meeting before the executive session commences.

7. OTHER BUSINESS
  
8. TIME AND PLACE OF NEXT SCHEDULED MEETING  
11:30 A.M. MDT  
TUESDAY, AUGUST 2, 2022  
HYATT CENTRIC  
PARK CITY, UT

1 **DRAFT INTERMOUNTAIN POWER PROJECT**  
2 **RENEWAL CONTRACT COORDINATING COMMITTEE MEETING**  
3 **MINUTES**  
4 **MARCH 8, 2022**

5  
6 **MINUTES**  
7

8 A meeting of the Intermountain Power Project (IPP) Renewal Contract Coordinating Committee  
9 (RCCC) was held on March 8, 2022, at the Riverside Convention Center, 3637 Fifth Street,  
10 Riverside, California, as well as via WebEx. The following participated:

11  
12 Cameron Cowan IPA (IPP Chair)  
13 Linford Jensen IPA  
14 Vance Huntley IPA  
15 Cody Combe IPA  
16 Ryleigh Hair IPA  
17 Michelle Miller IPA  
18 Marlene Conrad IPA  
19 Bruce Rigby IPA  
20 Nick Tatton IPA  
21 Joel Eves IPA  
22 Saif Mogri IPA Consultant  
23 William Dunbar IPA Consultant  
24 Brian Beelner Anaheim  
25 Elden Krause Anaheim  
26 Allen Johnson Bountiful  
27 Mandip Samra (Alt.) Burbank  
28 Scott Mellon (Alt.) Burbank  
29 Bob Liu Burbank  
30 Chie Valez Glendale  
31 Alina Morshidian Glendale  
32 Matt Ko Glendale  
33 Scott Hughes Hurricane  
34 Jon Finlinson IPSC  
35 Jon Christensen IPSC  
36 Jim Hill IPSC  
37 Mike Nuttall IPSC  
38 Kevin Miller IPSC  
39 Mark Shipley IPSC  
40 Paul Schultz LADWP  
41 Lori Morrish LADWP  
42 Greg Huynh LADWP  
43 John Aguilar LADWP  
44 Paul Fadul LADWP  
45 Tamer Ellyahky LADWP  
46 Kevin Peng LADWP

1	Melia Asucan	LADWP
2	Vaughn Minassian	LADWP
3	Brendan Watson	LADWP
4	Adham Ibrahim	LADWP
5	Fernando Izaguirre	LADWP
6	Alex Kang	LADWP
7	Wing Wong	LADWP
8	Mark Montgomery	Logan
9	Kevin Robison (Alt.)	Mt. Wheeler
10	Blaine Haacke	Murray
11	Kelly Nguyen	Pasadena
12	Robert Castro	Pasadena
13	Tony DaQuila	Pasadena
14	Roy Xu	Riverside
15	Eric Larsen (Alt.)	Utah Municipalities
16	Eric Bawden	Holland & Hart
17	Mark Buchi	Holland & Hart
18	Neil Wolk	Orrick Herrington & Sutcliffe
19	Rob Hughes	Parsons, Behle & Latimer

20

21 **INTRODUCTIONS AND ANNOUNCEMENTS**

22

23 The meeting commenced at 11:30 a.m. conducted by Chair Cameron Cowan. Mr. Cowan  
24 welcomed everyone to the meeting. Mr. Cowan had the RCCC members and visitors introduced.

25

26 **CONSIDERATION AND APPROVAL OF THE NOVEMBER 2, 2021 RENEWAL**  
27 **CONTRACT COORDINATING COMMITTEE MEETING MINUTES**

28

29 Mr. Cowan asked for a motion to approve the RCCC meeting minutes of November 2, 2021.

30

31 **Mr. Larsen made a motion to approve the RCCC meeting minutes of November 2,**  
32 **2021. Mr. Haacke seconded the motion. A vote by all RCCC members participating**  
33 **in the meeting was taken and the vote was unanimous in the affirmative.**

34

35 **DISCUSSION OF THE MARCH 8, 2022, INTERMOUNTAIN POWER PROJECT**  
36 **COORDINATING COMMITTEE MEETING**

37

38 Mr. Cowan said the RCCC members received reports covered in the IPP Coordinating  
39 Committee meeting earlier today.

40

41 Mr. Cowan asked for questions or comments on the reports. There were none.

42

43 **RESOLUTION RCCC-2022-001 CONSIDERATION OF ADOPTION OF HYDROGEN**  
44 **BILLING PROCEDURE**

1  
2 Mr. Cowan said Resolution RCCC-2022-001 was covered in briefings by the Operating Agent  
3 on March 1, 2022, and March 7, 2022. Mr. Huynh summarized the information covered in the  
4 March 1, 2022, and March 7, 2022 briefings.

5  
6 Mr. Cowan said the RCCC members were present during the discussion in the CC meeting and  
7 asked if there was any further discussion or questions on the Resolution. Hearing none, Mr.  
8 Cowan asked for a motion to approve Resolution RCCC-2022-001.

9  
10 **Based on the previous discussion in the CC meeting and in the absence of further**  
11 **discussion or questions, Mr. Schultz made a motion to approve Resolution RCCC-**  
12 **2022-001. Mr. Montgomery seconded the motion. A vote by all RCCC members**  
13 **participating in the meeting was taken and the vote was unanimous in the**  
14 **affirmative.**

15  
16 **RESOLUTION RCCC-2022-002 CONSIDERATION OF APPROVAL OF HYDROGEN**  
17 **CAPACITY PROJECT AS A CAPITAL IMPROVEMENT (AS DEFINED IN THE**  
18 **RENEWAL POWER SALES CONTRACTS) AND THE ACES AGREEMENTS**

19  
20 Mr. Cowan said Resolution RCCC-2022-002 was covered in a briefing by the Operating Agent  
21 on March 1, 2022. Mr. Huynh summarized the information covered in the March 1, 2022,  
22 briefing.

23  
24 Mr. Cowan said the RCCC members were present during the discussion in the CC meeting and  
25 asked if there was any further discussion or questions on the Resolution. Hearing none, Mr.  
26 Cowan asked for a motion to approve Resolution RCCC-2022-002.

27  
28 **Based on the previous discussion in the CC meeting and in the absence of further**  
29 **discussion or questions, Mr. Schultz made a motion to approve Resolution RCCC-**  
30 **2022-002. Mr. Haacke seconded the motion. A vote by all RCCC members**  
31 **participating in the meeting was taken and the vote was unanimous in the**  
32 **affirmative.**

33  
34 **EXECUTIVE SESSION**

35  
36 There was none.

37  
38 **OTHER BUSINESS**

39  
40 There was none.

41  
42 Mr. Cowan thanked everyone for their participation and asked for a motion to adjourn the  
43 meeting.

44

1           **Mr. Larsen made a motion to adjourn. Mr. Robison seconded the motion. A vote by**  
2           **all RCCC members participating in the meeting was taken and the vote was**  
3           **unanimous in the affirmative. Meeting adjourned at 11:40 a.m.**  
4

5           **TIME AND PLACE OF NEXT MEETINGS**  
6

7           Monday, May 16, 2022, at 11:30 a.m., at IPP in Delta, Utah.  
8

9           Minutes taken by Michelle Miller.  
10  
11



1 **DRAFT INTERMOUNTAIN POWER PROJECT**  
2 **RENEWAL CONTRACT COORDINATING COMMITTEE MEETING**  
3 **MINUTES**  
4 **APRIL 18, 2022**

5  
6 **MINUTES**  
7

8 A WebEx virtual meeting of the Intermountain Power Project (IPP) Renewal Contract  
9 Coordinating Committee (RCCC) was held on April 18, 2022. The following participated:

10  
11 Cameron Cowan IPA (IPP Chair)  
12 Linford Jensen IPA  
13 Vance Huntley IPA  
14 Cody Combe IPA  
15 Ryleigh Hair IPA  
16 Michelle Miller IPA  
17 Bruce Rigby IPA  
18 Nick Tatton IPA  
19 Joel Eves IPA  
20 Saif Mogri IPA Consultant  
21 Allen Johnson Bountiful  
22 Mandip Samra (Alt.) Burbank  
23 Scott Mellon (Alt.) Burbank  
24 Bob Liu Burbank  
25 Clay MacArthur Deseret Power  
26 Matt Ko Glendale  
27 Jon Finlinson IPSC  
28 Jon Christensen IPSC  
29 Jim Hill IPSC  
30 Mike Nuttall IPSC  
31 Kevin Miller IPSC  
32 Mark Shipley IPSC  
33 Paul Schultz LADWP  
34 Lori Morrish LADWP  
35 Greg Huynh LADWP  
36 Tamer Ellyahky LADWP  
37 Kevin Peng LADWP  
38 Vaughn Minassian LADWP  
39 Fernando Izaguirre LADWP  
40 Alex Kang LADWP  
41 Fausto Serratos LADWP  
42 Yankton Johnson Moon Lake  
43 Kevin Robison Mt. Wheeler  
44 Blaine Haacke Murray  
45 LaDel Laub REC's & Dixie Escalante  
46 Eric Larsen Utah Municipalities

1 Eric Bawden Holland & Hart  
2 Mark Buchi Holland & Hart  
3 John Ward John Ward, Inc.  
4 Neil Wolk Orrick Herrington & Sutcliffe  
5 Rob Hughes Parsons, Behle & Latimer  
6

7 **INTRODUCTIONS AND ANNOUNCEMENTS**  
8

9 The meeting commenced at 10:50 a.m. conducted by Chair Cameron Cowan. Mr. Cowan  
10 welcomed everyone to the meeting. Mr. Cowan had the RCCC members and introduced.  
11

12 **DISCUSSION OF THE APRIL 18, 2022, INTERMOUNTAIN POWER PROJECT**  
13 **COORDINATING COMMITTEE MEETING**  
14

15 Mr. Cowan said the RCCC members received reports covered in the IPP Coordinating  
16 Committee meeting earlier today.  
17

18 Mr. Cowan asked for questions or comments on the reports. There were none.  
19

20 **RESOLUTION RCCC-2022-003 CONSIDERATION OF APPROVAL OF AMENDED**  
21 **AND RESTATED BOND PURCHASE AGREEMENT WITH RBC CAPITAL**  
22 **MARKETS, LLC TO PROVIDE FUNDS FOR A PORTION OF THE COST OF**  
23 **ACQUISITION AND CONSTRUCTION OF CERTAIN CAPITAL IMPROVEMENTS OF**  
24 **INTERMOUNTAIN POWER AGENCY**  
25

26 Mr. Cowan said Resolution RCCC-2022-003 was covered in briefing by the Operating Agent on  
27 April 11, 2022. Mr. Cowan summarized the information covered in the April 11, 2022 briefing.  
28

29 Mr. Cowan said the RCCC members were present during the discussion in the CC meeting and  
30 asked if there was any further discussion or questions on the Resolution. Hearing none, Mr.  
31 Cowan asked for a motion to approve Resolution RCCC-2022-003.  
32

33 **Based on the previous discussion in the CC meeting held on April 18, 2022, and in**  
34 **the absence of further discussion or questions, Mr. Haacke made a motion to**  
35 **approve Resolution RCCC-2022-003. Mr. Schultz seconded the motion. A vote by all**  
36 **RCCC members participating in the meeting was taken and the vote was**  
37 **unanimous in the affirmative.**  
38

39 **Mr. Young from Glendale and Mr. Montgomery from Logan were not present,**  
40 **voted in the affirmative by sending an email to the Chair of the RCCC, Mr. Cowan.**  
41

42 **RESOLUTION RCCC-2022-004 CONSIDERATION OF APPROVAL OF AMENDMENT**  
43 **TO GAS REPOWERING PLAN OF FINANCE**  
44

1 Mr. Cowan said Resolution RCCC-2022-004 was covered in briefings by the Operating Agent  
2 on April 11, 2022. Mr. Cowan summarized the information covered in the April 11, 2022  
3 briefing.  
4

5 Mr. Cowan said the RCCC members were present during the discussion in the CC meeting and  
6 asked if there was any further discussion or questions on the Resolution. Hearing none, Mr.  
7 Cowan asked for a motion to approve Resolution RCCC-2022-004.  
8

9 **Based on the previous discussion in the CC meeting held on April 18, 2022, and in**  
10 **the absence of further discussion or questions, Mr. Johnson made a motion to**  
11 **approve Resolution RCCC-2022-004. Mr. Haacke seconded the motion. A vote by**  
12 **all RCCC members participating in the meeting was taken and the vote was**  
13 **unanimous in the affirmative.**  
14

15 **Mr. Young from Glendale and Mr. Montgomery from Logan were not present,**  
16 **voted in the affirmative by sending an email to the Chair of the RCCC, Mr. Cowan.**  
17

#### 18 **EXECUTIVE SESSION**

19  
20 There was none.  
21

#### 22 **OTHER BUSINESS**

23  
24 There was none.  
25

26 Mr. Cowan thanked everyone for their participation and asked for a motion to adjourn the  
27 meeting.  
28

29 **Mr. Larsen made a motion to adjourn. Mr. Haacke seconded the motion. A vote by**  
30 **all RCCC members participating in the meeting was taken and the vote was**  
31 **unanimous in the affirmative. Meeting adjourned at 11:00 a.m.**  
32

#### 33 **TIME AND PLACE OF NEXT MEETINGS**

34  
35 Monday, May 16, 2022, at 11:30 a.m., at the Intermountain Generating Station in Delta, UT.  
36

37 Minutes taken by Michelle Miller.  
38  
39

## **RESOLUTION**

**RCCC-2022-005**

### **AUTHORIZATION TO EXECUTE ACES AMENDMENTS**

On motion of \_\_\_\_\_, seconded by \_\_\_\_\_, at a meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Renewal Committee”) held May 16, 2022, 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; and

WHEREAS, pursuant to Resolution Nos. CC-2022-007, RCCC-2022-002, and IPA-2022-007 (collectively, the “ACES Resolutions”), the IPP Coordinating Committee, Renewal Committee, and IPA Board of Directors (“IPA Board”) approved the Hydrogen Capacity Project (as defined in the ACES Resolutions) and authorized the Operating Agent to execute on behalf of IPA an Energy Storage Services and Conversion Agreement (“ESSCA”) with Advanced Clean Energy Storage I, LLC (“ACES I”); and

WHEREAS, the Operating Agent executed the ESSCA on or about March 8, 2022; and

WHEREAS, the ESSCA provides for ACES I to finance the costs of the ACES Facility (as defined in the ACES Resolutions) through a low-interest loan from the United States Department of Energy (“DOE”); and

WHEREAS, ACES I and the DOE are expected to close on that loan in the near future; and

WHEREAS, to facilitate the DOE financing and the Hydrogen Capacity Project, IPA needs to execute the following agreements and amendments to existing agreements (collectively, the “ACES Amendments”): (1) First Amendment to Energy Storage Services and Conversion Agreement between IPA and ACES I, which amends the ESSCA to adopt a revised financial model, and makes other minor changes, (2) Consent and Agreement (“Consent and Agreement”) between IPA, ACES I, and the Financing Party (as defined in the ESSCA), which provides IPA’s consent to the assignment of the rights of ACES I under the ESSCA to the Financing Party (as

defined in the ESSCA), and makes certain revisions to the ESSCA at the request of the DOE, (3) the Fourth Amendment to the Agreement Providing for a Limited Notice to Proceed (“LNTP Amendment”) between IPA and ACES I, which increases the total expenditure authority under the Agreement Providing for a Limited Notice to Proceed (“LNTP”) to \$50,000,000; and (4) one or more agreements with Rocky Mountain Power (“RMP”), defining the terms and conditions under which IPA will wheel power supplied by RMP to the ACES Facility for station service (collectively, the “RMP Agreements”); and

WHEREAS, the Operating Agent has determined that the ACES Amendments are necessary and desirable in order to facilitate the completion of the Hydrogen Capacity Project, and are in accordance with Prudent Utility Practice; and

WHEREAS, the Renewal Committee has received a letter dated May 5, 2022 from Mr. Gregory S. Huynh on behalf of the Operating Agent (the “Operating Agent Recommendation Letter”) recommending that the IPP Coordinating Committee and Renewal Committee authorize, and recommend that the IPA Board authorize, the Operating Agent to execute the ACES Amendments on behalf of IPA; and

WHEREAS, the Operating Agent provided a briefing on a conference call on May 9, 2022, and at a meeting of the Renewal Committee on May 16, 2022 (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 approves, and recommends that the IPA Board approve, the ACES Amendments, on the terms and conditions described in the Operating Agent Recommendation Letter and the Operating Agent Briefing, in such form that may be recommended by the Operating Agent and approved by IPA’s General Manager, which form must be consistent with the Operating Agent Recommendation Letter, the Operating Agent Briefing, the terms and conditions of the IPA Board’s approval and authorization, the IPP project documents and applicable law; and

BE IT FURTHER RESOLVED, that the Renewal Committee hereby approves, and recommends that the IPA Board approve, the delegation of authority to the Operating Agent to execute and deliver the ACES Amendments on behalf of IPA, and all necessary documents in connection with the ACES Amendments, as such ACES Amendments and necessary documents are recommended by the Operating Agent and approved by the IPA General Manager; 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.

Resolution No. RCCC-2022-005

May 16, 2022

Page 3

INTERMOUNTAIN POWER PROJECT

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CHAIRMAN, RENEWAL CONTRACT  
COORDINATING COMMITTEE

ATTEST:

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SECRETARY

**RESOLUTION**

**RCCC-2022-006**

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

On motion of \_\_\_\_\_, seconded by \_\_\_\_\_, at a meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Renewal Committee”) held May 16, 2022, 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 IPP Coordinating Committee, the Renewal Committee, and the IPA Board subsequently amended the Hydrogen Betterment Funding Plan pursuant to Resolution Nos. CC-2021-018, RCCC-2021-006, and IPA-2021-021; and

WHEREAS, the Hydrogen Betterment Funding Plan currently contemplates that the Hydrogen Betterment Fund will be used primarily to fund contracts for Hydrogen Betterments with third parties; and

WHEREAS, the Operating Agent has now determined that there is a need for greater flexibility in the use of the Hydrogen Betterment Fund, and recommends amending the Hydrogen Betterment Funding Plan to allow direct transfers from the Hydrogen Betterment Fund to other IPA accounts for the purpose of compensating IPA for costs incurred, services provided, or assets used in connection with Hydrogen Betterments or the Hydrogen Capacity Project (as defined in Resolution Nos. CC-2022-007, RCCC-2022-002, and IPA-2022-007); and

WHEREAS, the proposed amendments to the Hydrogen Betterment Funding Plan (the “Hydrogen Betterment Funding Plan Amendments”) are shown in redline and clean formats on Exhibits A and B, respectively, attached to Resolution No. CC-2022-021 adopted by the IPP Coordinating Committee on May 16, 2022 (the “CC Resolution”); and

WHEREAS, the Renewal Committee has received a letter dated May 5, 2022 from Mr. Gregory S. Huynh on behalf of the Operating Agent (the “Operating Agent Recommendation Letter”) recommending that the IPP Coordinating Committee and Renewal Committee adopt, and recommend that the IPA Board adopt, the Hydrogen Betterment Funding Plan Amendments; and

WHEREAS, the Operating Agent provided a briefing on a conference call on May 9, 2022, and at a meeting of the Renewal Committee on May 16, 2022 (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 Funding Plan 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