

## **RESOLUTION**

**RCCC-2023-003**

### **AUTHORIZATION TO EXECUTE REIMBURSEMENT AGREEMENT (LOAD-TIE LINE)**

On motion of Paul Schultz, seconded by Scott Mellon, at a meeting of the Intermountain Power Project (“IPP”) Renewal Contract Coordinating Committee (the “Renewal Committee”) held May 15, 2023, 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 42.2 of the Renewal Power Sales Contracts; and

WHEREAS, IPA is a party to that certain Energy Storage Services and Conversion Agreement dated on or about March 8, 2022 (the “ESSCA”) with Advanced Clean Energy Storage I, LLC (“ACES”); and

WHEREAS, the ESSCA provides for ACES to design, build, finance, operate, and maintain a facility (the “ACES Facility”) that will have the capacity to convert renewable energy into “green” hydrogen and store that hydrogen in underground salt caverns for later withdrawal by IPA; and

WHEREAS, in order to utilize the conversion and storage capacity provided by the ACES Facility, IPA needs to construct a 345kV distribution line to deliver renewable energy from the IPA AC switchyard approximately one mile south to a switchyard to be constructed at the ACES Facility (the “Load-Tie Line”); and

WHEREAS, the Load-Tie Line will be owned by IPA, but the Project Manager (as defined in the Renewal Power Sales Contracts) and ACES concur that it is most practical for the Load-Tie Line to be constructed by ACES’ contractor, in conjunction with the construction of other components of the ACES Facility; and

WHEREAS, the Project Manager has prepared a Reimbursement Agreement, which provides for IPA to pay the additional costs associated with constructing the Load-Tie Line; and

WHEREAS, the Project Manager has requested authorization to execute the Reimbursement Agreement on behalf of IPA, with a total expenditure authority of \$9,000,000 (which amount includes contingency), plus applicable taxes; and

WHEREAS, the Project Manager has recommended funding costs associated with the Reimbursement Agreement from the Hydrogen Betterment Fund created pursuant to, and as defined in, Resolution Nos. CC-2020-011, RCCC-2020-001, and IPA-2020-010, as the provisions governing the Hydrogen Betterment Fund have been modified from time to time by resolutions of the IPP Coordinating Committee, Renewal Committee, and IPA Board of Directors (the "IPA Board"); and

WHEREAS, the Renewal Committee has received a letter dated May 2, 2023 from Ms. Lori K. Morrish on behalf of the Project Manager (the "Project Manager Recommendation Letter") recommending that the Committee and the Renewal Committee authorize, and recommend that the IPA Board authorize, the Project Manager to execute the Reimbursement Agreement on behalf of IPA as described above; and

WHEREAS, the Project Manager provided a briefing on a conference call on May 8, 2023, and at meetings of the Committee and the Renewal Committee on May 15, 2023 (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 Renewal 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.

NOW, THEREFORE, BE IT RESOLVED, that the Renewal Committee hereby approves, and recommends that the IPA Board approve, the delegation of authority to the Project Manager to execute and deliver the Reimbursement Agreement on behalf of IPA, with an expenditure authority of \$9,000,000 (which amount includes contingency), plus applicable taxes to be funded from the Hydrogen Betterment Fund as described above and in the Project Manager Recommendation Letter; and


Resolution No. RCCC-2023-003

May 15, 2023

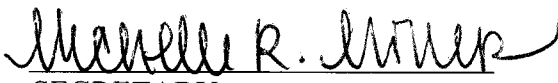
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BE IT FURTHER RESOLVED, that the Chairman is hereby authorized and directed by the Renewal Committee to execute this Resolution and to do all things necessary to render the same in full force and effect.

INTERMOUNTAIN POWER PROJECT

  
CHAIRMAN, RENEWAL CONTRACT  
COORDINATING COMMITTEE

ATTEST:

  
SECRETARY