

## **RESOLUTION NO. 1128**

### **A RESOLUTION OF THE CITY OF COLBY, KANSAS AUTHORIZING THE EXECUTION OF THE SWPA PROJECT AGREEMENT BETWEEN THE CITY AND THE KANSAS MUNICIPAL ENERGY AGENCY; AND AUTHORIZING ANY OTHER ACTIONS OF THE CITY RELATED THERETO.**

**WHEREAS**, the Kansas Municipal Energy Agency ("KMEA") consists of members (the "Members") which are (i) cities organized and existing under the laws of the State, and (ii) authorized by such laws to engage in the local distribution and sale of electric power and energy; and

**WHEREAS**, KMEA is authorized by K.S.A. 12-885 *et seq.*, as amended, to plan, finance and construct projects for the purchase, sale, generation and transmission of electricity for the purpose of securing an adequate economical and reliable supply of electricity and other energy for its Members; and

**WHEREAS**, the City of Colby, Kansas (the "City") owns and operates a municipal electric system and is a Member in good standing of KMEA; and

**WHEREAS**, K.S.A. 12-825j authorizes the City to contract to buy from KMEA for the purchase of capacity and energy and related products to meet City's present and future requirements for a period not in excess of forty (40) years; and

**WHEREAS**, City has received allocations of Federal hydroelectric power and associated energy pursuant to the terms and conditions of the Southwestern Power Administration Final Power Allocations (1980-1988) 45 F.R. 19032 (1980); and

**WHEREAS**, KMEA intends to enter into a power sales contract to acquire hydroelectric power and energy from the United States of America, represented by the Secretary of Energy, acting by and through the Administrator, Southwestern Power Administration ("SWPA") for a period of fifteen (15) years commencing on June 1, 2019 (the "KMEA-SWPA PSC"), whereunder KMEA will purchase, on a combined basis and on behalf of certain cities in the State of Kansas, including the City (collectively, the "Participants"), the Participants' allocations of hydroelectric power and energy from reservoir projects, constructed and operated by the U.S. Corps of Engineers, as such power and energy become available; and

**WHEREAS**, the SWPA Project Agreement (the "Project Agreement") is intended to enable KMEA to pass through a share of the benefits and obligations of the KMEA-SWPA PSC to City, such that neither KMEA nor City obtains a benefit or incurs a burden or obligation due to a drafting or other difference between the Project Agreement and the KMEA-SWPA PSC; and

**WHEREAS**, City desires to utilize its allocation of federal hydroelectric power from SWPA by participating in the SWPA Project, pursuant to the terms and conditions set forth herein;

**NOW, THEREFORE,** be it resolved by the governing body of the City of Colby, Kansas, as follows:

**Section 1. Approval of Project Agreement.** The City hereby finds and determines it to be advisable and in the best interests of the City and its inhabitants to enter into the Project Agreement with KMEA regarding the City's allocation of federal hydroelectric power and associated energy from SWPA.

**Section 2. Execution of Documents.** The Mayor and the City Clerk are hereby authorized and directed to execute and affix the seal of the City to the Project Agreement with KMEA in substantially the form presented with this Resolution and to execute any other ancillary documents related thereto for and on behalf of, and as the act and deed of, the City.

**Section 3. Further Authority.** The officials, officers, agents and employees of the City are authorized and directed to take whatever action and execute whatever other documents or certificates as may be necessary or desirable to carry out the provisions of this Resolution and to carry out and perform the duties of the Issuer with respect to the Project Agreement.

**Section 4. Effective Date.** This Resolution shall take effect and be in full force immediately after its adoption by the governing body of the City.

**ADOPTED** by governing body of the City of Colby, Kansas, and signed by the Mayor this 2nd day of April, 2019.

City of Colby, Kansas

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Mayor - Gary L. Adrian

(Seal)

Attest:

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City Clerk - Joni L. Ketchum