



UTAH ASSOCIATED MUNICIPAL POWER SYSTEMS

May 2025

Project Meeting Overview Report

CENTRAL-ST. GEORGE PROJECT

1. Discussed in Executive Session:
 - a. Current litigation update and settlement agreement.
 - b. UAMPS 69kV Transmission Line.
2. **Approved settlement agreement subject to PMC participants' review of easement description.**
3. **Approved replacing insulators on the Santa Clara-Snow Canyon transmission line.**
4. **Approved a resolution amending Exhibit C, Debt Cap and related matters.**
5. Discussed the timeline for governing boards approval of Exhibit C amendment and debt cap increase.

NEBO PROJECT

1. **Approved staff recommendation for the UDOT line reroute providing UAMPS optimal control over engineering and design.**
2. Discussed plant operation including April statistics, regulatory actions including DAQ audit, spring outage, and other maintenance items.

MILLARD COUNTY PROJECT

1. **Approved staff recommendation to roll study costs into the line of credit and reimburse participants.**
2. FERC acceptance of PacifiCorp's Order 2023-A compliance filing and next steps.

POOL PROJECT

1. Staff presented information on Extended Day-Ahead Market (EDAM) to ensure a smooth transition including different methods of resource participation. The Committee requested additional training sessions be scheduled to continue discussing EDAM impacts.
2. Discussed PacifiCorp's formula rate settlement and pros and cons of a FERC formula rate challenge.

ALL-REQUIREMENTS INFORMATION MEETING

1. Discussed the all-requirements memo survey results.
2. **Staff will send out a supplemental memo with further explanation on voting and governance issues and potential cost impacts.**
3. Discussed having a follow-up meeting during the June board meetings and a Board ad-hoc committee will be formed to continue investigating all-requirement options.

Briefing Document

Description: UAMPS Central-St. George Project
Update to Exhibit C Update & Authorize Associated Bonds

Presenter: Rick Hansen

Submitted By: Rick Hansen

Recommendation: Recommend to the Council to Approve the Resolution to Update Exhibit C and to approve moving forward with the Bonds to finance the Associated Project Upgrades

Background Information:

The Central-St. George project was formed in 1989 and consists of several line segments and substations to feed the load in the Washington County area. Exhibit C of the agreement provides a general description of the main project components. As the system continues to grow the need for addition of or upgrades to substations and/or transmission lines in the area. The last significant upgrades were made over 15 years ago.

A study was commissioned to evaluate near term and long term loading in the area and the ability of the UAMPS system to support that load. The study identified the need for additional 138 kV to 69 kV transformer capacity at the River, Skyline and Green Valley substations. The need to upgrade the St. George to River 138 kV line as well as other minor changes to the system have also been identified.

A 5 year plan was developed to complete the needed upgrades. Transformers of this type and size can take up to 3 years for delivery. The resolution updates Exhibit C to include the projects noted in the study and authorizes an increase to the total amount financed by the project up to a \$100M. Note the current limit is \$64M. Note this limit is an accumulative amount since the project was formed.

Also, see additional study & presentation files provided.

Fiscal Impact: Costs for the project will be part of the normal UAMPS billing process & City budgeting process.

Impacted Fund: Power Department - Rate Revenues will be used to cover the costs for each of these projects.

Transformer Upgrade Construction Sequence and Cost Expenditure Schedule

Primary Project Objective:

1. Green Valley Substation -- Addition of a Second 75/140 MVA Power Transformer.

2. River Substation:

i. Remove 2 existing 40/75 MVA Power Transformers and Replace with Two (2) Larger Power Transformer. (removed transformers to be reinstalled at Skyline substation)

3. Skyline Substation:

i. Remove two (2) 18MVA Power Transformer.

ii. Install two 40/75MVA Power Transformers.

iii. Address Existing Inadequate Interrupting Device Rating through Circuit Switchers & Breaker Replacements

Project(s) Duration

- 5 YEAR
- 5 PHASES – One Phase Per year.

The proposed cost expenditures for the Project over the five phases / years are as follows:

Phase I / Year 1	\$2,318,442.00
Phase II / Year 2	\$7,922,292.00
Phase III / Year 3	\$5,111,171.00
Phase IV / Year 4	\$10,192,796.00
Phase V / Year 5	\$410,000.00
TOTAL	\$25,954,701.00

Phase I / Year 1

Engineering and Design

Phase 2/Year 2

Procurement

Green Valley partial construction (prep for transformer Installation)

Skyline partial demolition and construction.

Phase 3 /Year 3

Breaker Replacement over T1 and T2 at Skyline.

Transformer Capacity Added at Green Valley Substation (late Phase 3).

Phase 4 / Year 4

Complete Green Valley Transformer Installation

Start Transformer Capacity added at River Substation

Start Transformer Capacity added at Skyline Substation (River substation Transformer relocation)

Phase 5 / Year 5

Transformer Capacity Addition at River substation and Skyline Completion.



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UAMPS

WASHINGTON COUNTY

Transformer Upgrade Construction

Sequence and Cost Expenditure Schedule

April 2025

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SUMMARY

UAMPS is developing a project to increase 138-69kV transformer capacity at electrical substation in Washington County.

In general, the project increases transformer capacity at the Skyline Substation, River Substation and Green Valley Substation. The following is a high-level summary of the upgrades to be performed at the three substations:

1- Skyline Substation:

- a. Relocate and install (2) transformers from the River Substation.
 - i. Install (2) new 138 kV breakers and (2) new 69 kV breakers associated with (2) relocated transformers.
 - ii. Install transformer pads, including oil Containment for the relocated Transformers.
- b. Install (1) new 138 kV breaker in the existing 138 kV ring bus for a 138 kV source to the (2) relocated transformers.
- c. Install (2) new 138 kV breakers for the (2) existing transformers that remain at the Skyline Substation. Install a new 138 kV source from the 138kV ring bus to the (2) existing transformers.
- d. Install (1) new 69 kV breaker in the existing Upper Skyline 69 kV bus.
- e. Install (1) new control building.
- f. Protection and Control includes the following:
 - i. New protection for the (2) existing transformers and (2) relocated transformers. The new protection is to be installed in the new control building.
 - ii. New protection and control for the new 138 kV breaker in the ring bus and modification to the existing protection for the source to the (2) relocated transformers. The new and modified protection is to be located in the existing control building that presently contains the ring bus protection.
 - iii. Modify existing protection and add new protection for the 69 kV breaker installed in the Upper Skyline 69 kV bus. The new and modified protection will be located in the existing control building that presently contains the upper Skyline protection.
- g. Demolition of existing equipment, steel structures, conduit and cable, concrete foundations and other items to allow construction outlined above.

- h. Installation of steel structures, concrete foundations, conduit and cable, grounding, overhead lines, bus and other items to support construction outlined above.
- 2- River Substation:
 - a. Removal of (2) existing transformers and installation of (2) new transformers.
 - b. Install new steel structures and concrete foundations to support the new transformer installation and including oil containment.
 - c. Install new conduit and cable for the (2) new transformers and existing transformer breakers.
 - d. Modify existing protection and control for the (2) new transformers.
- 3- Green Valley Substation:
 - a. Install (1) new transformer.
 - b. Install (1) new 69 kV breaker.
 - c. Install new protection and control for the new transformer and breakers.
 - d. Install conduit and cable for the new transformer and breakers.
 - e. Install new switches, steel structures and concrete foundations, and including oil containment to support the transformer installation.

The estimated duration for the Project is 5 years and will be completed in five phases due to the delivery time frame for the major equipment and the ability to take power outages at the substations. The duration of the project will be updated when actual delivery dates are known for major equipment and sufficient engineering is completed allowing a more detailed evaluation of the project.

The proposed cost expenditures for the Project over the five phases / years are as follows:

Phase I / Year 1	\$2,318,442.00
Phase II / Year 2	\$7,922,292.00
Phase III / Year 3	\$5,111,171.00
Phase IV / Year 4	\$10,192,796.00
Phase V / Year 5	\$410,000.00
TOTAL	\$25,954,701.00

The above proposed costs are subject to increase due to government trade policies and normal material and labor cost escalations that will occur over the five-year period.

The proposed Washington County Transformer Upgrade Project Engineering, Construction and Cost Expenditure Sequence is summarized in the following pages.

Engineering, Construction and Cost Expenditure Sequence

Phase I / Year 1

Engineering and Design

The engineering and design will be completed up to 100% for the Skyline Substation, River Substation and Green Valley Substation in phase I and the first part of phase II. Completing the engineering and design to 100% allows (1) procurement of long lead equipment and material and (2) provides sufficient detailed information to update the proposed construction and cost expenditure sequence

Procurement of long lead equipment will commence after 30% engineering and design is completed and procurement of long lead material will commence after 60% engineering and design is completed. The remaining non-long lead equipment and material will be procured by the construction contractor.

The project construction and cost expenditure sequence will be updated after 100% engineering is completed.

Procurement

Procurement documents for the Project's long-lead equipment and material will be created and used to obtain quotes during the second and third quarter of year 1. Bid documents will be developed and quotes will be obtained in quarter 2 for the following equipment:

<u>Equipment</u>	<u>Estimated Delivery After Receipt Of Order</u>
1- Power Transformers	3 years
2- 138 kV & 69 kV Breakers	1.5 years
3- 138 kV & 69 kV Switches	1 year
4- 138 kV & 69 kV CTs & CVTs	1.5 years

Bid documents will be developed and quotes will be obtained in quarter 3 for the following equipment:

<u>Equipment</u>	<u>Estimated Delivery After Receipt Of Order</u>
1- Steel Structures	45 weeks
2- Protective Relay Panels	42 weeks
3- 138 kV and 69 kV Arresters	42 weeks

- | | |
|---------------------------|----------|
| 4- DC Battery Systems | 32 weeks |
| 5- Long Lead Bus Material | 45 weeks |

Expenditure Schedule

Expenditures for the first year of the project are summarized in Table 1 below. The expenditure includes engineering and design fees and the estimated down payments and progress payments for the major equipment.

PHASE I - PROJECT TASK AND EXPENSE SCHEDULE - YEAR I

SUBSTATION	FIRST QUARTER		SECOND QUARTER		THIRD QUARTER		FOURTH QUARTER	
	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE
Green Valley Substation	Engineering	\$150,000.00	Engineering	\$100,000.00	Engineering	\$75,000.00	Engineering	\$25,000.00
			Procurement	\$290,200.00				
River Substation	Engineering	\$150,000.00	Engineering	\$100,000.00	Engineering	\$75,000.00	Engineering	\$25,000.00
			Procurement	\$545,412.00				
Skyline Substation	Engineering	\$250,000.00	Engineering	\$200,000.00	Engineering	\$150,000.00	Engineering	\$100,000.00
			Procurement	\$82,830.00				
	QUARTER TOTAL	\$550,000.00	QUARTER TOTAL	\$1,318,442.00	QUARTER TOTAL	\$300,000.00	QUARTER TOTAL	\$150,000.00
						YEAR 1 TOTAL		\$2,318,442.00

Table 1

PHASE II / Year 2

Engineering and Design

The engineering and design in Quarter 1 and Quarter 2 consists of completing the construction bid documents, bidding the project and awarding the project to the successful contractor. The project will be bid and awarded to one contractor with the construction occurring in multiple phases or sequences over four years.

The third and fourth quarters of engineering consists of construction support services that include:

- 1- Oversight and management of the construction.
- 2- Reviewing and approving contractor submittals.
- 3- Addressing contractor RFIs.
- 4- Resolving issues or conflicts during construction.
- 5- Developing and administering power outage switching procedures.
- 6- Organizing and conducting construction meetings.
- 7- Performing construction inspections.
- 8- Tracking construction schedule.
- 9- Reviewing and approving project test reports.

Procurement

Procurement for phase II includes payment for major equipment delivered or continue progress payments. Engineering services during procurement consists of reviewing and approving manufacturer submittals and tracking procurement schedules.

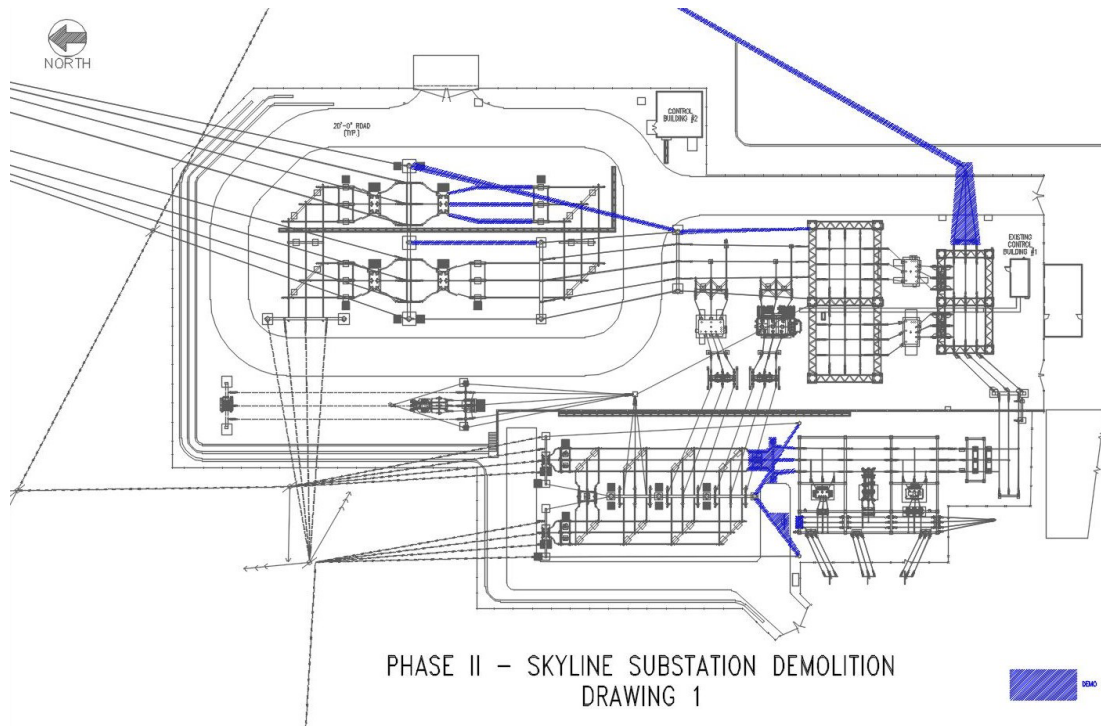
Costs for offloading and storage of items delivered to the site are not included in the expenditure table. These costs will be included in the construction contractor's scope of work. Local utility personnel will need to offload and store items that are delivered before the construction contract is awarded.

Demolition and Construction

Skyline Substation

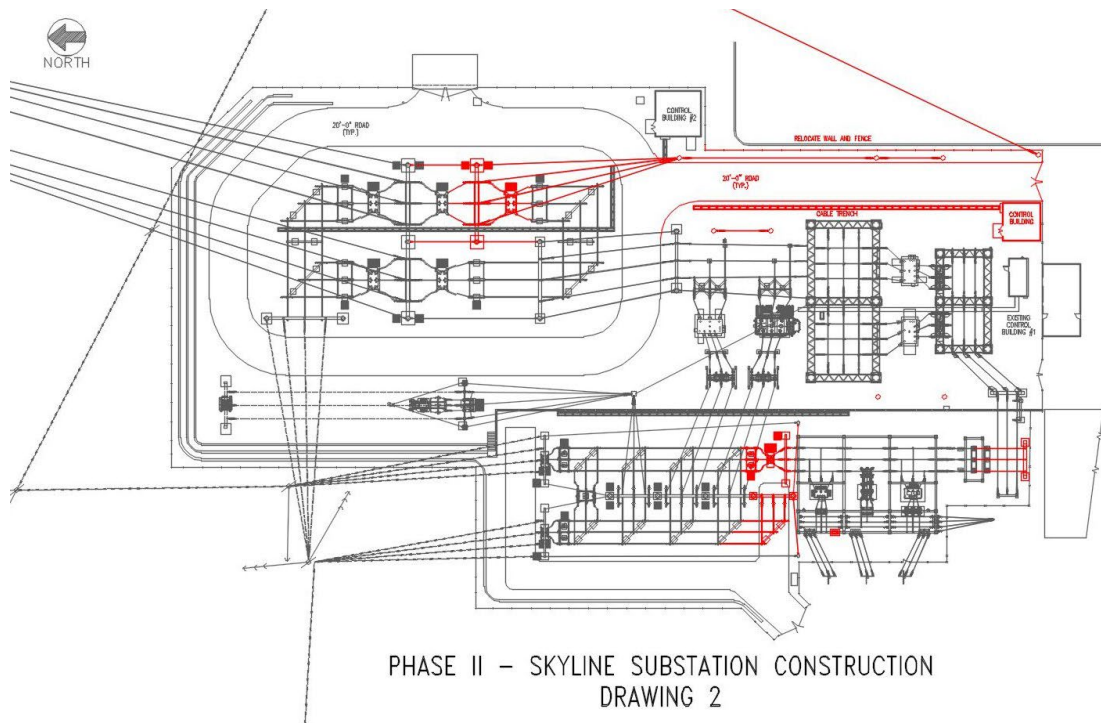
Demolition and construction at the Skyline substation in phase II consists of demolition as shown in drawing 1 and construction as shown in drawing 2.

In general, demolition includes removal of static wires and MOS-6 in the Upper Skyline portion of the substation. The items to be removed are shown in blue in drawing 1 below.



Construction in phase II at the Skyline Substation consists of the following items and tasks as shown in drawing 2:

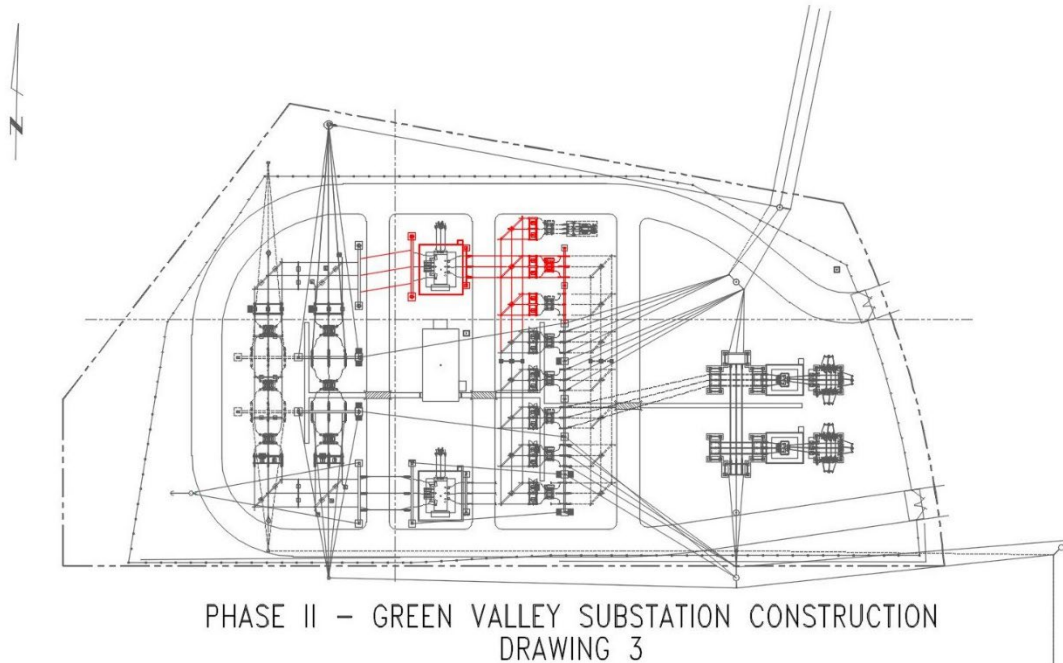
- 1- Relocation of existing retaining wall by removing and re-installing the retaining wall as shown in drawing 2.
- 2- Install steel structures, 138 kV breaker, 138 kV switches, protective relay panels and control cables for the addition of one more position in the existing 138 kV ring bus.
- 3- Installation of transmission structures for 138 kV and 69 kV overhead bus.
- 4- Construction of control building.
- 5- Installation of cable trench.
- 6- Installation of 69 kV breaker in Upper Skyline Bus and relocation of distribution Recloser.
- 7- Installation of other steel structures as shown in drawing 2.



Green Valley Substation

Construction in phase II at the Green Valley Substation consists of the following items and tasks as shown in drawing 3:

- 1- Installation of the transformer concrete pad and steel structures on the high and low side of the transformer.
- 2- Install protective relay panels and control cables for the transformer addition in the existing 138 kV ring bus.
- 3- Install steel structures, 69 kV breaker, 69 kV switches, protective relay panels and control cables for the 69 kV bus addition.



River Substation

Construction does not occur in phase II of the project at the River Substation.

Expenditure Schedule

Expenditures for the second year of the project are summarized in Table 2 below. The expenditures include engineering fees, estimated payments for the major equipment, demolition and construction as outlined in the drawings.

PHASE II - PROJECT TASK AND EXPENSE SCHEDULE - YEAR 2

SUBSTATION	FIRST QUARTER		SECOND QUARTER		THIRD QUARTER		FOURTH QUARTER	
	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE
Green Valley Substation	Engineering	\$25,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00
			Procurement	\$485,300.00	Procurement	\$205,900.00	Procurement	\$675,140.00
					Construction	\$400,000.00	Construction	\$1,281,200.00
River Substation	Engineering	\$25,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00
			Procurement	\$657,818.00	Procurement	\$96,200.00		
Skyline Substation	Engineering	\$45,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00
			Procurement	\$215,630.00	Procurement	\$364,800.00	Procurement	\$328,280.00
					Demolition	\$75,000.00		
					Construction	\$1,750,000.00	Construction	\$1,247,023.84
	QUARTER TOTAL	\$95,000.00	QUARTER TOTAL	\$1,373,748.00	QUARTER TOTAL	\$2,906,900.00	QUARTER TOTAL	\$3,546,643.84
						YEAR 2 TOTAL	\$7,922,291.84	

Table 2

PHASE III / Year 3

Engineering and Design

Phase III engineering consists of continued construction support services as outlined in phase II.

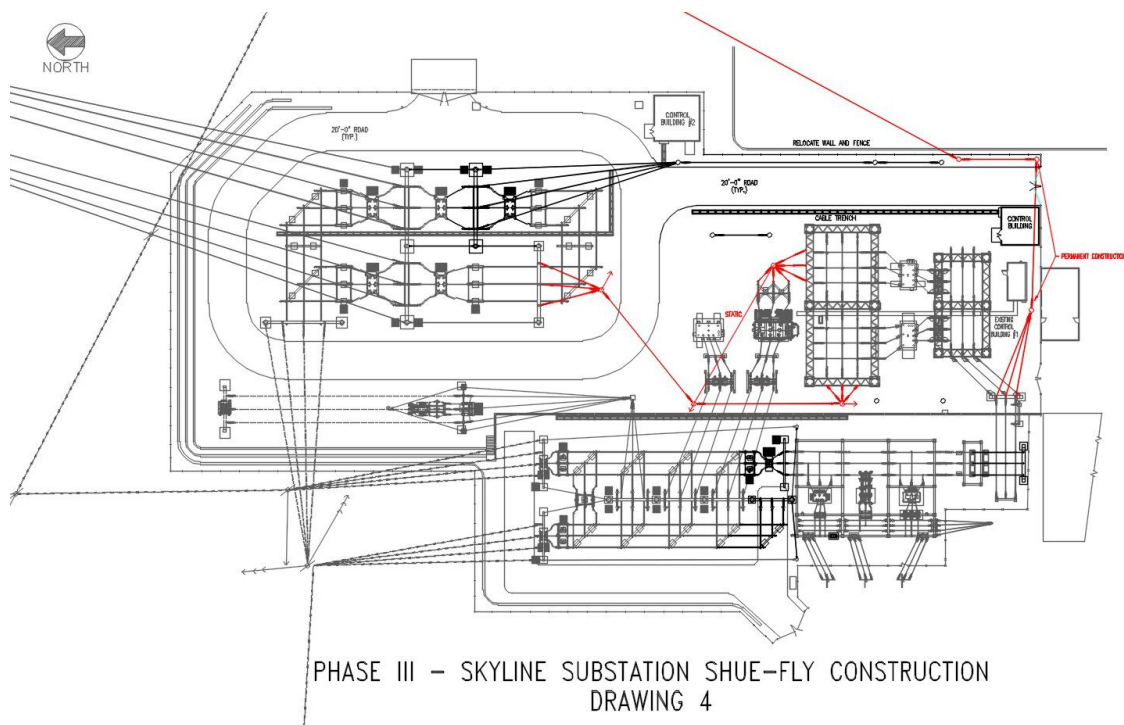
Procurement

Procurement for phase III includes payment for major equipment.

Demolition and Construction

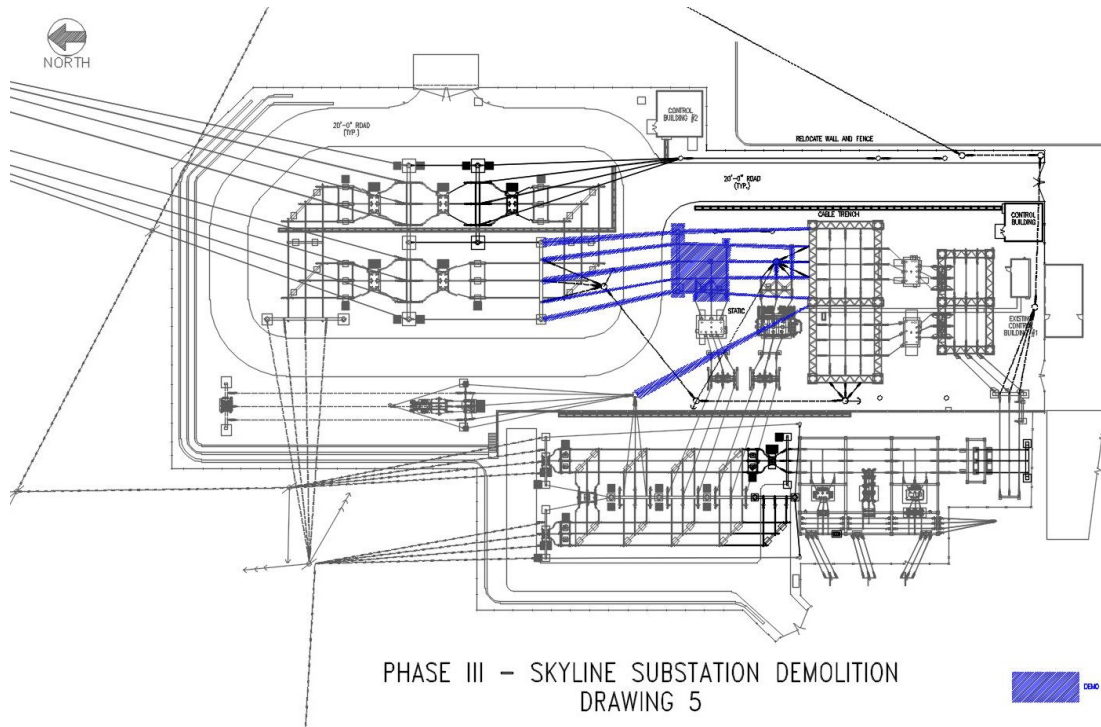
Skyline Substation

Phase III includes construction of a shu-fly to maintain a source of power to transformers during construction. The proposed 138 kV and 69 kV shu-fly are shown in drawing 4. The shu-fly consists of rerouting a 138 kV overhead line from a position in the 138 kV ring bus to serve power to the box structure and from the box structure to the 138 kV circuit switcher as shown in drawing 4. A 69 kV overhead line is re-routed from the 69 kV box structure to Upper Skyline bus as shown in drawing 4.



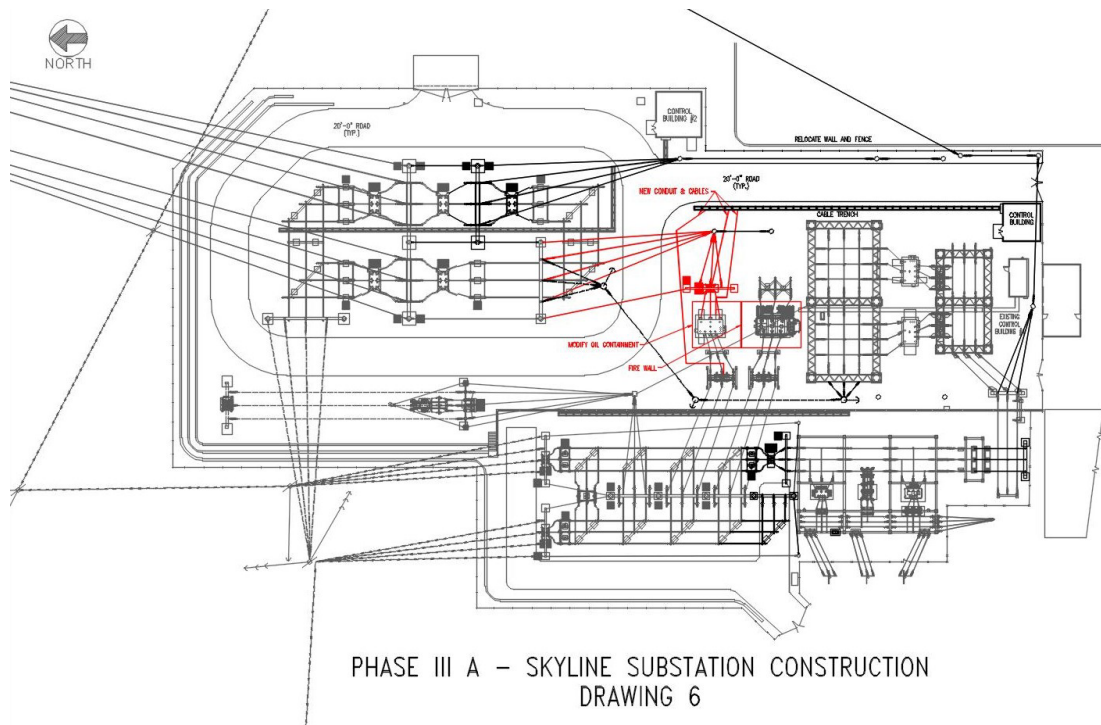
Demolition and construction at the Skyline substation in phase III consists of demolition as shown in drawing 5 and construction as shown in drawing 6 and 7.

In general, demolition includes removal of 138 kV overhead bus, static wires, steel structures and 1-138 kV circuit switcher. The items to be removed are shown in blue in drawing 5 below.



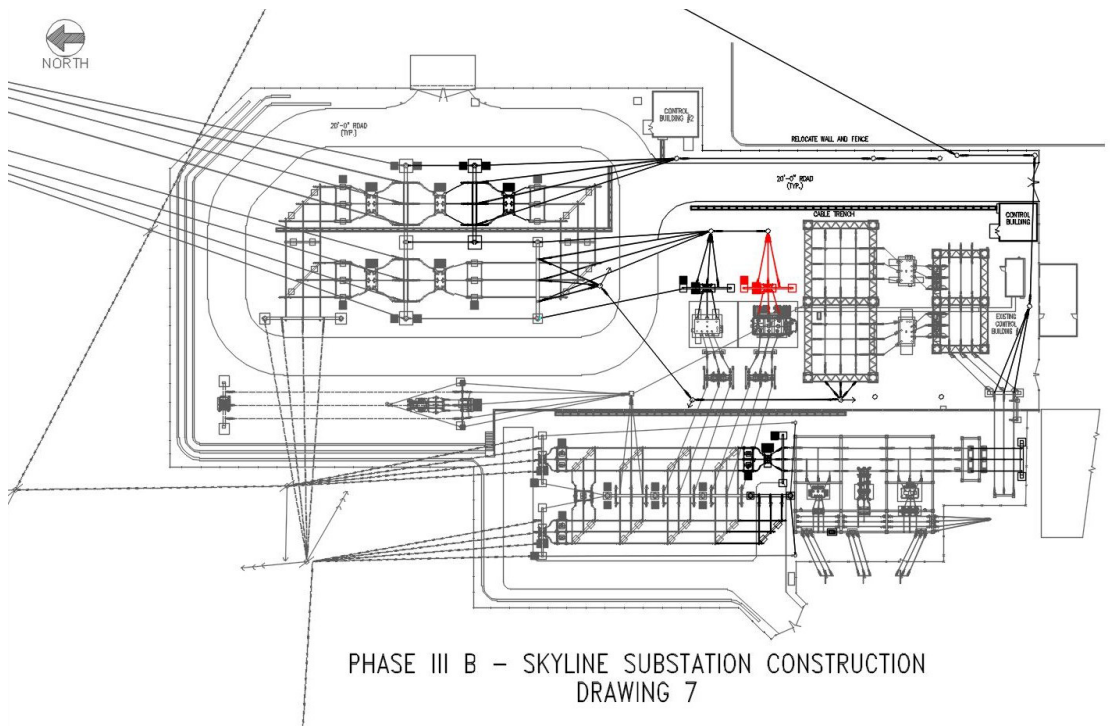
Construction in phase III at the Skyline Substation will be in two stages, phase IIIA and phase IIIB. The A & B stages of phase III will maintain service to three of the four transformers during construction. Phase IIIA consists of the following items and tasks as shown in drawing 6:

- 1- Removal and modification of (1) existing transformer oil containment.
- 2- Install steel structures, 138 kV breaker, 138 kV switches, protective relay panels for the transformer.
- 3- Installation of 138 kV transmission structures for 138 kV overhead bus.
- 4- Installation of conduit and cable to transformer.
- 5- Installation of fire wall between transformers.
- 6- Testing of transformer protection scheme.



Phase IIIB consists of the following items and tasks as shown in drawing 7:

- 1- Removal of (1) existing 138 kV circuit switcher and shu-fly.
- 2- Removal and modification of (1) existing transformer oil containment.
- 3- Install steel structures, 138 kV breaker, 138 kV switches, protective relay panels for the transformer.
- 4- Installation of 138 kV overhead bus.
- 5- Installation of conduit and cable to transformer.
- 6- Testing of transformer protection scheme.



Green Valley Substation

Construction does not occur in phase III of the Project at the Green Valley Substation.

River Substation

Construction does not occur in phase III of the project at the River Substation.

Expenditure Schedule

Expenditures for phase III of the project are summarized in Table 3 below. The expenditure includes engineering fees, the estimated payments for the major equipment, demolition and construction as outlined in the drawings.

PHASE III - PROJECT TASK AND EXPENSE SCHEDULE - YEAR 3

SUBSTATION	FIRST QUARTER		SECOND QUARTER		THIRD QUARTER		FOURTH QUARTER	
	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE
Green Valley Substation	Engineering	\$5,000.00					Engineering	\$5,000.00
	Procurement	\$100,000.00					Procurement	\$145,400.00
	Construction	\$565,140.00						
River Substation							Engineering	\$5,000.00
							Procurement	\$1,000,300.00
Skyline Substation	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$50,000.00
	Procurement	\$100,000.00						
	Demolition	\$100,000.00			Demolition	\$45,000.00		
	Construction	\$1,577,534.00	Construction	\$600,000.00	Construction	\$552,385.00	Construction	\$245,412.00
	QUARTER TOTAL	\$2,452,674.00	QUARTER TOTAL	\$605,000.00	QUARTER TOTAL	\$602,385.00	QUARTER TOTAL	\$1,451,112.00
							YEAR 3 TOTAL	\$5,111,171.00

Table 3

PHASE IV / Year 4

Engineering and Design

Phase IV engineering consists of continued construction support services as outlined in phase II.

Procurement

Procurement for phase IV includes payment for major equipment.

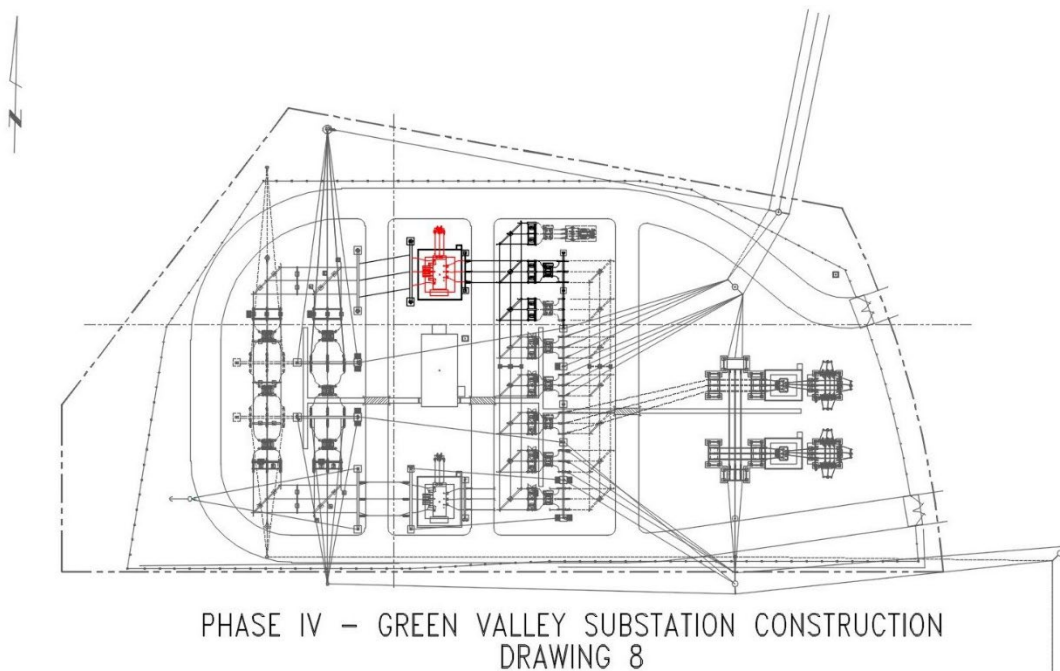
Demolition and Construction

Green Valley Substation

Construction at the Green Valley Substation consists of the following as shown in drawing 8:

- 1- Installation of one transformer.
- 2- Installation of transformer control cable.
- 3- Testing of transformer protection scheme.

The transformer at Green Valley is to be installed and operating before transformers are removed from the River Substation. Installing the transformer at the Green Valley Substation provides back up to the River Substation during transformer replacement.

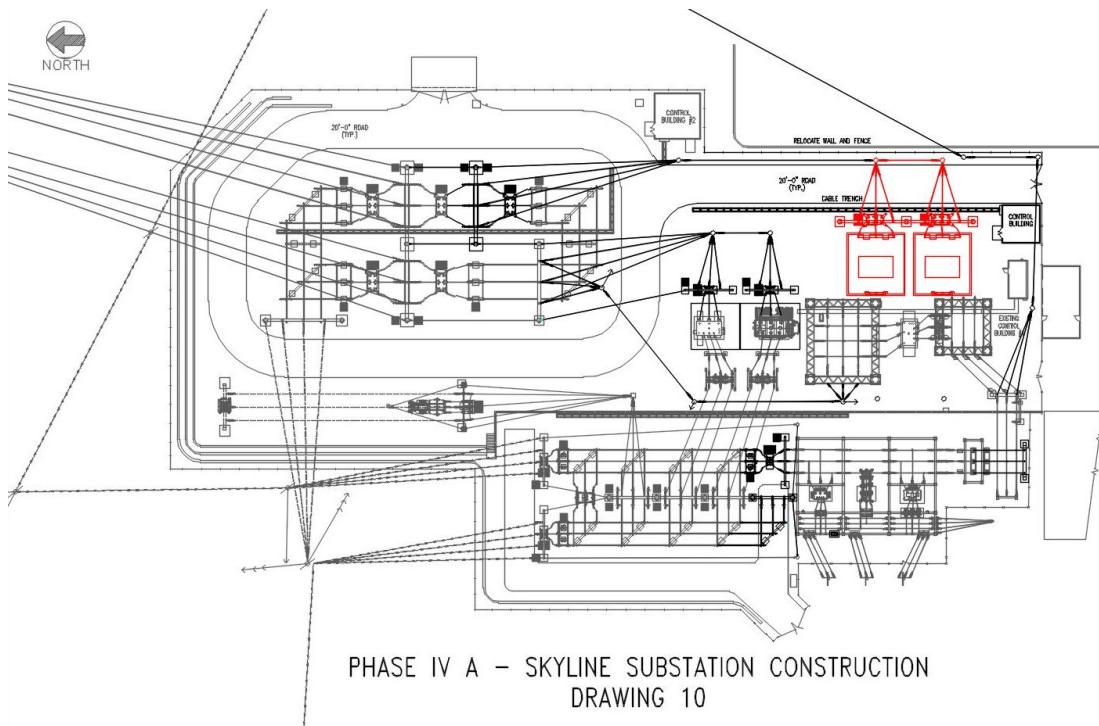


Demolition in phase IV at the Skyline Substation will be in two stages, phase IVA and phase IVB. Phase IVA will maintain service to three of the four transformers during construction. Phase IVA demolition consists of the following items and tasks as shown in drawing 9:

-
- PHASE IV A - SKYLINE SUBSTATION DEMOLITION
DRAWING 9

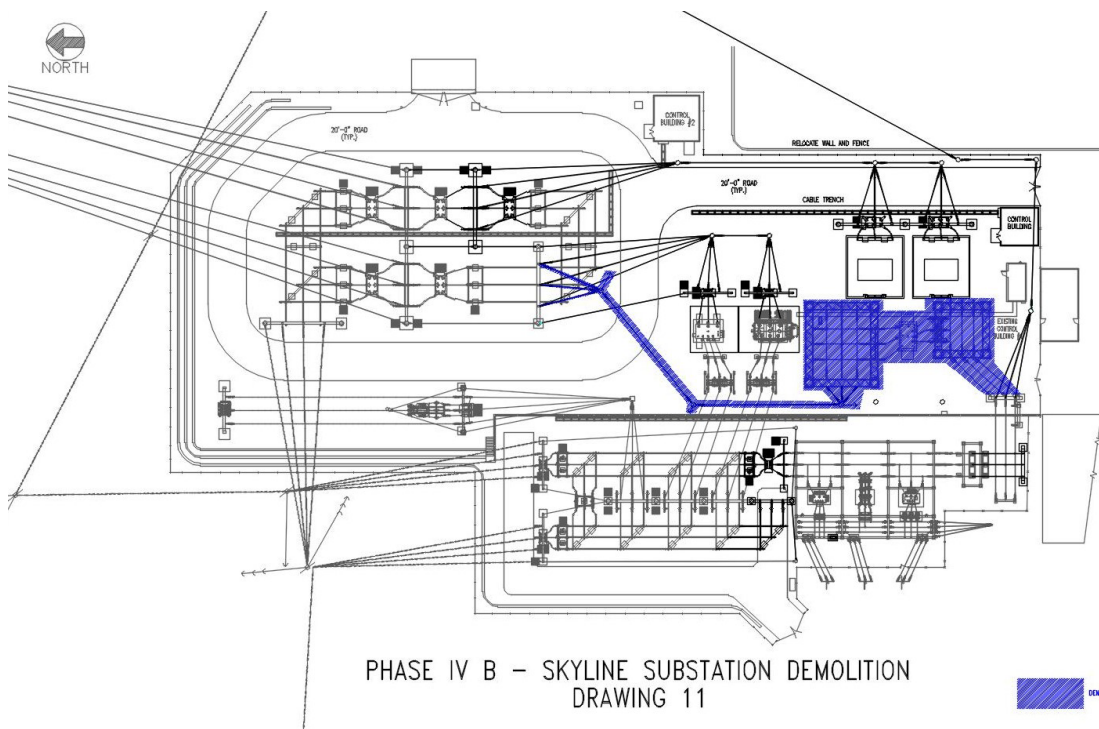
Construction in phase IV at the Skyline Substation will be in two stages, phase IVA and phase IVB. Phase IVA will maintain service to three of the four transformers during stage A of construction. Phase IVA consists of the following items and tasks as shown in drawing 10:

- 1- Installation of (2) transformer concrete pads.
- 2- Install steel structures, 138 kV breakers, 138 kV switches, protective relay panels for the two transformers.
- 3- Installation of conduit and cable to transformers and 138 kV breakers.
- 4- Installation of fire wall between transformers.
- 5- Testing of transformer protection scheme.



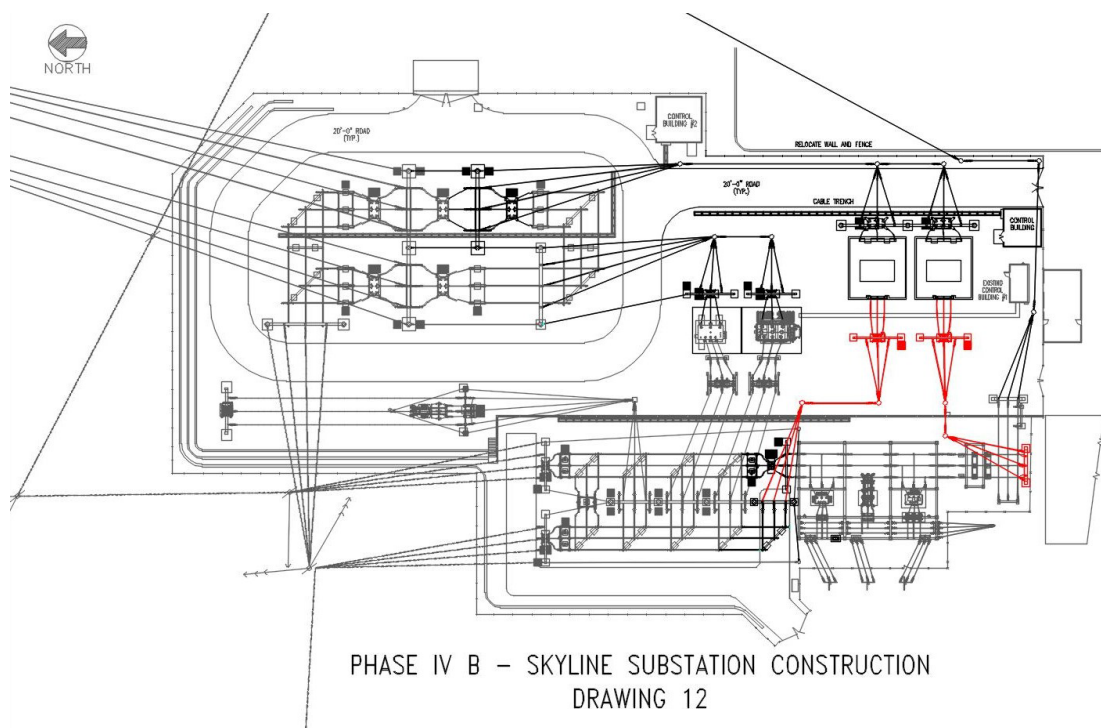
Phase IVB demolition consists of the following items and tasks as shown in drawing 11:

- 1- Removal of half of the 138 kV box structure and equipment.
- 2- Removal of half of the 69 kV box structure and equipment.



Phase IVB construction consists of the following items and tasks as shown in drawing 12:

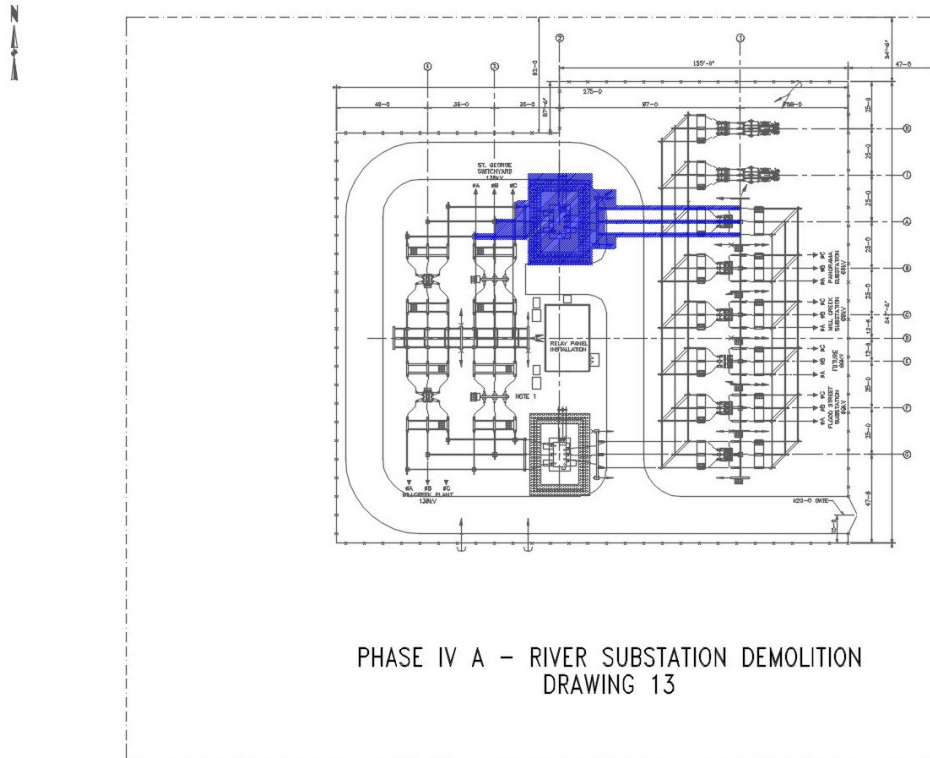
- 1- Installation of two transformers relocated from the River Substation. The transformer installation will be coordinated with the transformer removal sequence at the River Substation.
- 2- Install steel structures, 69 kV breaker and 69 kV switches.
- 3- Installation of 69 kV overhead bus structures and conductor.
- 4- Installation of conduit and cable to 69 kV breakers.
- 5- Testing of transformer protection scheme.

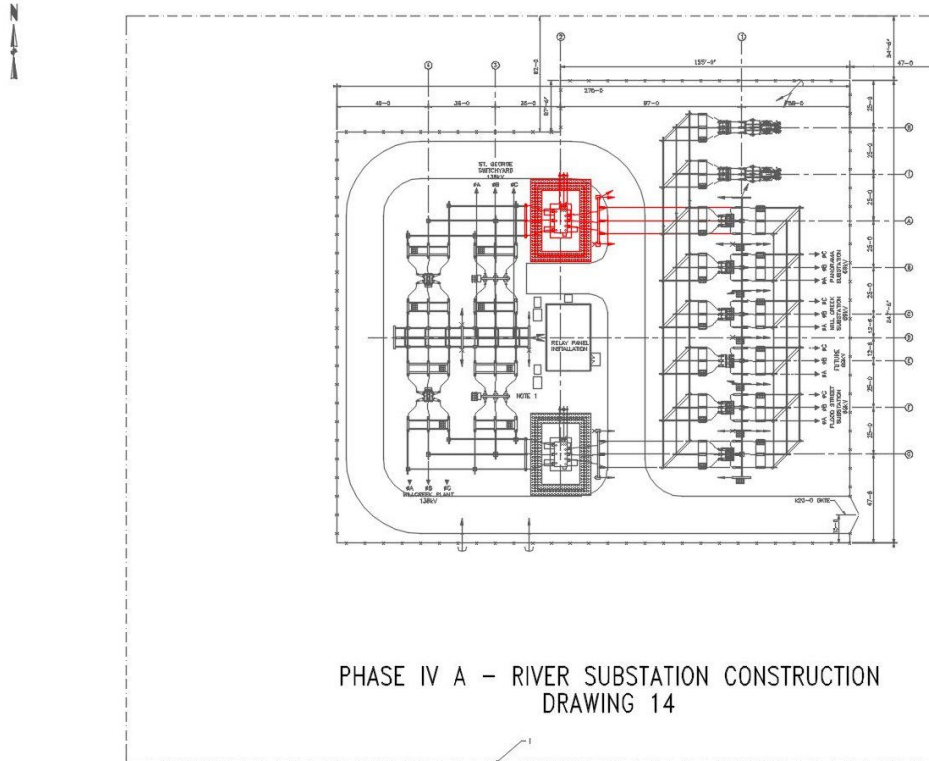


River Substation

Construction at the River Substation will be completed in two stages. The first stage IVA will complete the installation of the first new transformer and stage IVB will complete the installation of the second transformer. The two stages will allow one transformer to be energized during construction. Phase IVA as shown in drawing 13 and 14 consists of the following tasks:

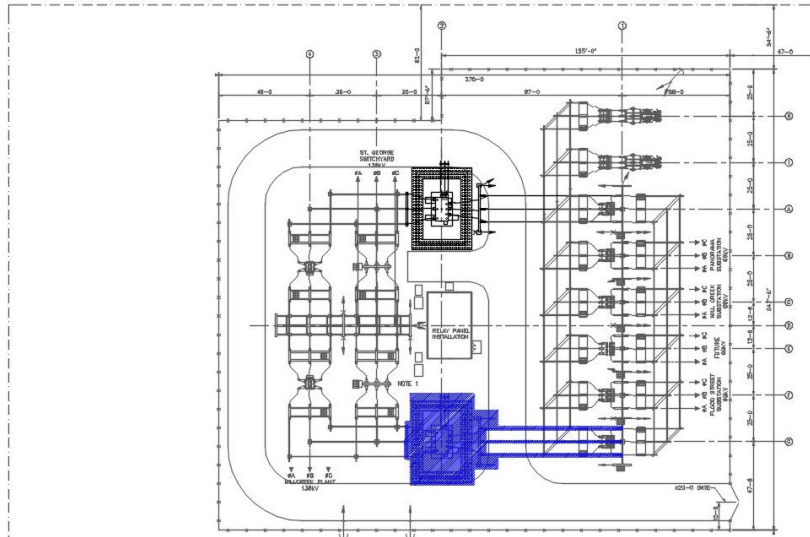
- 1- Removal of the first existing transformer from the concrete pad and transporting to the Skyline Substation for installation.
- 2- Removal of the first transformer concrete pad, 138 kV steel structure, 69 kV steel structure, tertiary steel structure and concrete piers.
- 3- Installation of the transformer concrete pad and steel structure concrete foundations.
- 4- Installation of the transformer.
- 5- Installation of steel structures and bus.
- 6- Installation of control cable.
- 7- Testing of the transformer protection scheme.



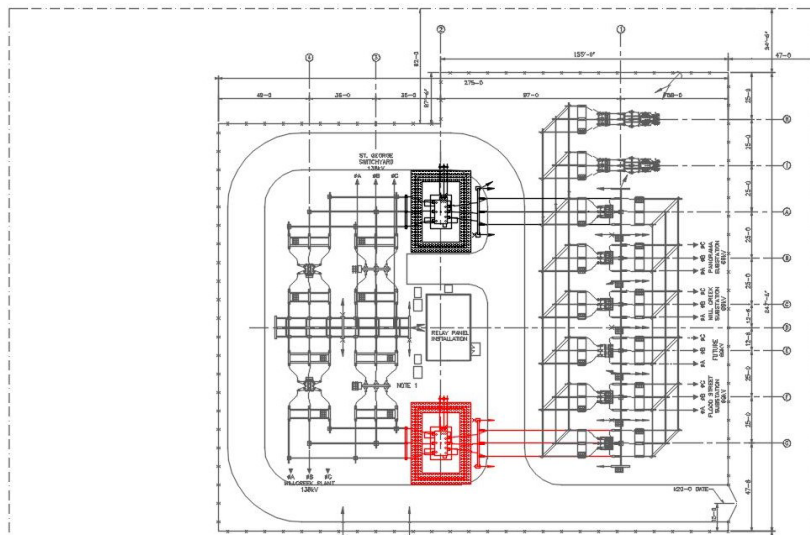


Phase IVB as shown in drawing 15 and 16 consists of the following tasks:

- 1- Removal of the second existing transformer from the concrete pad and transporting to the Skyline Substation for installation.
- 2- Removal of the second transformer concrete pad, 138 kV steel structure, 69 kV steel structure, tertiary steel structure and concrete piers.
- 3- Installation of the transformer concrete pad and steel structure concrete foundations.
- 4- Installation of the transformer.
- 5- Installation of steel structures and bus.
- 6- Installation of control cable.
- 7- Testing of the transformer protection scheme.



PHASE IV B – RIVER SUBSTATION DEMOLITION
DRAWING 15

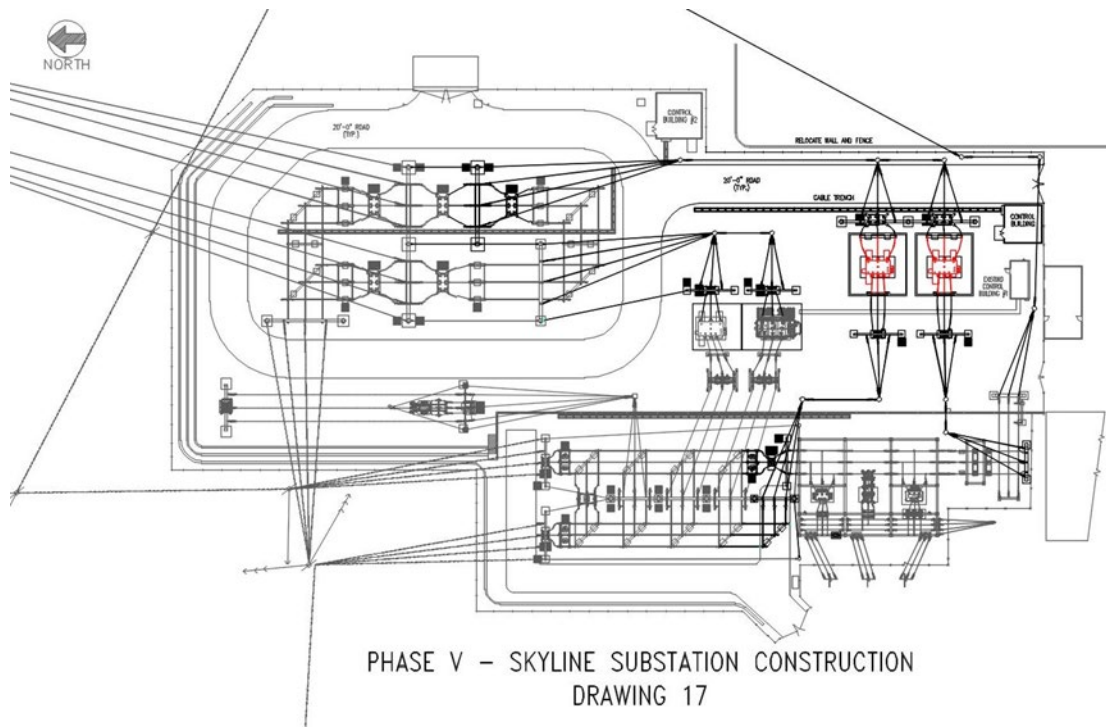


PHASE IV B – RIVER SUBSTATION CONSTRUCTION
DRAWING 16

Skyline Substation

The two transformers removed at the River Substation are to be relocated to the Skyline Substation. Each transformer is to be installed on the concrete pad installed in previous phases. The transformers will be installed one at a time as removed from the River Substation. The transformer installations are shown in drawing 17. The transformer installation consists of the following tasks:

- 1- Installation of the transformer.
- 2- Installation of control cable.
- 3- Testing of the transformer protection scheme.



Expenditure Schedule

Expenditures for phase IV of the project are summarized in Table 4 below. The expenditures include engineering, demolition and construction costs for tasks as outlined in the drawings.

PHASE IV - PROJECT TASK AND EXPENSE SCHEDULE - YEAR 4

SUBSTATION	FIRST QUARTER		SECOND QUARTER		THIRD QUARTER		FOURTH QUARTER	
	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE
Green Valley Substation	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00		
	Procurement	\$1,298,580.00						
	Construction	\$200,170.00	Construction	\$277,970.00	Construction	\$50,000.00		
River Substation	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00
	Procurement	\$1,000,300.00			Procurement	\$1,000,000.00		
	Demolition	\$75,000.00			Demolition	\$75,000.00		
	Construction	\$788,187.00	Construction	\$2,000,000.00	Construction	\$600,000.00	Construction	\$761,483.00
Skyline Substation	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00	Engineering	\$5,000.00
	Demolition	\$118,000.00			Demolition	\$118,000.00		
	Construction	\$881,748.00	Construction	\$250,000.00	Construction	\$350,000.00	Construction	\$293,358.00
QUARTER TOTAL		\$4,376,985.00	QUARTER TOTAL	\$2,542,970.00	QUARTER TOTAL	\$2,208,000.00	QUARTER TOTAL	\$1,064,841.00
						YEAR 4 TOTAL	\$10,192,796.00	

Table 4

PHASE V / Year 5

Phase V will complete the construction at the three substations.

Engineering and Design

Phase V engineering consists of continued construction support services as outlined in phase II.

Procurement

Procurement will be completed before phase V.

Demolition and Construction

Skyline Substation

Phase V will complete the construction as outlined in phase IV of the project.

Green Valley Substation

Construction at the Green Valley Substation will be completed before phase V of the Project.

River Substation

Phase V will complete the construction as outlined in phase IV of the project.

Expenditure Schedule

Expenditures for phase V of the project are summarized in Table 5 below. The expenditures include engineering fees and construction as outlined in the drawings.

PHASE V - PROJECT TASK AND EXPENSE SCHEDULE - YEAR 5

SUBSTATION	FIRST QUARTER		SECOND QUARTER		THIRD QUARTER		FOURTH QUARTER	
	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE	TASK	EXPENSE
Skyline Substation	Engineering	\$15,000.00	Engineering	\$15,000.00				
	Construction	\$100,000.00	Construction	\$100,000.00				
River Substation	Engineering	\$15,000.00	Engineering	\$15,000.00				
	Construction	\$100,000.00	Construction	\$50,000.00				
	QUARTER TOTAL	\$230,000.00	QUARTER TOTAL	\$180,000.00				
						YEAR 5 TOTAL	\$410,000.00	

Table 5

RESOLUTION NO. _____

A RESOLUTION APPROVING AMENDMENTS TO THE TRANSMISSION SERVICE AGREEMENT FOR THE CENTRAL-ST. GEORGE TRANSMISSION PROJECT TO AUTHORIZE CERTAIN UPGRADES TO THE PROJECT, THE ISSUANCE OF BONDS BY UAMPS TO FINANCE SUCH UPGRADES AND RELATED AMENDMENTS; AND RELATED MATTERS.

WHEREAS, the City of Washington, Utah (the “City”) and Utah Associated Municipal Power Systems (“UAMPS”), have entered into a Transmission Service Agreement for the Central-St. George Transmission Project. dated as of July 1989, as heretofore supplemented and amended (the “Transmission. Service Agreement”), for the Central-St. George Transmission Project (the “Project”);*

WHEREAS, pursuant to Section 13.1 of the Transmission Service Agreements, UAMPS shall determine from time to time whether Upgrades to the Project should be undertaken;

WHEREAS, UAMPS has determined that it is necessary and desirable and in the best interest of the Participants to undertake the installation of additional transformers at Central/Red Butte Substation and the St. George Substation, facilities and equipment to increase the transformation capacity at the River, Skyline and Green Valley Substations, the reconductoring of the River Transmission Line, together with the additional Upgrades shown on the amendments to Exhibit C to the Transmission Service Agreements attached hereto as *Exhibit I* (the “2025 System Upgrades”), which 2025 System Upgrades will increase the transmission capability and system reliability of the Project and enable the Project to meet the increasing electric loads and requirements in Washington County, Utah;

WHEREAS, the Project Management Committee has unanimously consented to such revised *Exhibit C* to the Transmission Service Agreements and has requested that the City Council of each of the Participants adopt a resolution in substantially the form of this resolution to approve the amendments to Exhibit C, an increase in the amount of Bonds that may be issued by UAMPS to finance the Project and related amendments to the Transmission Service Agreements; and

WHEREAS, the Transmission Service Agreements, the City has the option of making an Acquisition Payment with respect to its share of the Cost of Acquisition and Construction of the 2025 System Upgrades, and the City has determined to waive this option;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WASHINGTON, UTAH, as follows:

Section 1. Approval of Revised Exhibit C to Transmission Service Agreement. The revised form of Exhibit C to the Transmission Service Agreement, in substantially the form attached hereto as *Exhibit I*, is hereby authorized and approved.

* Capitalized terms used and not defined herein have the meanings assigned to them in the Transmission Service Agreement.

Section 2. Approval of Other Amendments to Transmission Service Agreement. (a) The amendment of Section 16.1.5 of the Transmission Service Agreement to increase the principal amount of Bonds that may be issued by UAMPS to finance the Cost of Acquisition and Construction of the Project to \$100,000,000 is hereby approved.

(b) The amendment of Section 19.1 of the Transmission Service Agreement to read as follows is hereby approved:

From and after the beginning of the first Contract Year (and whether or not the Date of Firm Operation shall have occurred with respect to the Project), the Participant shall be obligated to pay for each Month an amount equal to (i) the product of such Participant's Project Debt Service Share, if applicable, for the Project (calculated at such time) and the Monthly Central - St. George 138 kV Transmission Project Bond Debt Service, if applicable, for such Month plus (ii) the product of such Participant's Entitlement Share and the Monthly Operation and Maintenance Costs for such Month; provided that the Project Management Committee may establish operating procedures to adjust the amounts determined under clause (i) and clause (ii) on the basis of each Participant's forecasted usage of the major components of the Project, which forecasted usage shall be revised as necessary based on an annual engineering review of such forecasted usage.

(c) The Mayor and the City Recorder are each hereby authorized and directed to execute a Fourth Supplemental Transmission Agreement with UAMPS to memorialize the amendments to the Transmission Service Agreement approved in this resolution.

Section 3. No Acquisition Payment. The City hereby waives its right to elect an Acquisition Payment Percentage under Section 14 of the Transmission Service Agreement with respect to the 2025 System Upgrades.

Section 4. Other Actions with Respect to the Transmission Service Agreement. The Mayor, the City Recorder, the City Attorney and other officers and employees of the City, including the City's representative to UAMPS, shall take all actions necessary or reasonably required to carry out, give effect to, and consummate the transactions contemplated hereby, including, without limitation, the delivery of such certificates and opinions as may be requested by UAMPS in connection with the issuance of Bonds to finance the Cost of Acquisition and Construction of the 2025 System Upgrades.

Section 5. Miscellaneous; Effective Date. (a) This resolution shall be and remain irrevocable until the Bonds contemplated by the Transmission Service Agreement and the interest thereon shall have been fully paid, cancelled and discharged and the Transmission Service Agreement shall be terminated.

(b) All previous acts and resolutions in conflict with this resolution or any part hereof are hereby repealed to the extent of such conflict.

(c) In case any provision in this resolution shall be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

(d) This resolution shall take effect immediately upon its adoption and approval.

ADOPTED AND APPROVED this ____ day of _____, 2025.

CITY OF WASHINGTON, UTAH

Mayor

ATTEST AND COUNTERSIGN:

City Recorder

[SEAL]

EXHIBIT I

[AMENDED EXHIBIT C TO TSA]

EXHIBIT C PROJECT DESCRIPTION

1. This Exhibit C is made this 21st day of May, 2025 to be effective under and as part of this Transmission Service Agreement hereinafter called the "Agreement" and shall remain in effect until superseded by another Exhibit C in accordance with the provisions of the Agreement; provided, that this Exhibit C or any superseding Exhibit C shall be terminated by the expiration of the Agreement.
2. This Exhibit C is not intended to describe each component piece in detail. Items relating to the prevention or correction of any unusual loss or damage or for renewals, replacements, repairs, additions, improvements, modifications and betterments shall not constitute a change to Exhibit C.
3. The Project, as of the date above and as depicted on the map included as Addendum #1 to Exhibit C, consists of the components described below

A. CENTRAL 345/138 kV SUBSTATION

Voltage: 345 to 138 kV

Purpose: A substation to accommodate two 345 to 138 kV transformers and any appropriate appurtenances to interconnect the Central-St George 138 kV Transmission Line, PacifiCorp 345 kV Red Butte Substation, PacifiCorp 345kV St George Substation and the PacifiCorp 138 kV Middleton Substation.

B. CENTRAL-ST. GEORGE 138 kV TRANSMISSION LINE

Voltage: 138 kV

Purpose: Double circuit 138 kV transmission line and any appropriate appurtenances to connect the Central 345/138 kV Substation to the St George Substation.

C. ST. GEORGE 138 kV SUBSTATION

Voltage: 138 kV

Purpose: A switching/substation and any appropriate appurtenances to interconnect the Central-St George 138 kV Transmission Line, River 138 kV Transmission Line, Skyline 138 kV Transmission Line, PacifiCorp 345kV St George Substation and the PacifiCorp Middleton Substation.

D. RIVER 138 kV TRANSMISSION LINE

Voltage: 138 kV

Purpose: A single circuit 138 kV transmission line, which may be reconducted in the future, and any appropriate appurtenances to connect the St. George Substation to the River 138 kV Substation.

E. RIVER 138/69 kV SUBSTATION

Voltage: 138 to 69 kV

Purpose: A substation to accommodate two 138 to 69 kV transformers and any appropriate appurtenances to interconnect the River 138 kV Transmission Line, the St George 69 kV system and the UAMPS 69 kV lines to the UAMPS Millcreek Switchyard breakers.

F. WASHINGTON 69 kV TRANSMISSION LINE

(Alternate Feed)

Voltage: 69 kV

Purpose: A single circuit 69 kV transmission line and any appropriate appurtenances to connect Washington to St George via the Skyline Substation to the meter point located on 450 West 200 South

in Washington, Utah.

G. MILL CREEK 69 kV TRANSMISSION LINE (FORMERLY CREEK LINE)

Voltage: 69 kV

Purpose: A single circuit 69 kV transmission line and any appropriate appurtenances to connect the UAMPS Mill Creek Switchyard to the PacifiCorp Purgatory Flats 69 kV substation which will also connect to the 69 kV Transmission Line to the Hurricane Brentwood Substation ending at switch 69-130 and the 69 kV line to the Hurricane Anticline Substation. The Purgatory Flats Substation will provide a new 138 kV source for UAMPS in Washington County and the three UAMPS lines will be normally operated radially.

H. SANTA CLARA 69 kV TAP

Voltage: 69 kV

Purpose: A three-way switch and any appropriate appurtenances to connect the Santa Clara 69 kV system to the Snow Canyon 69 kV transmission line.

I. CAPACITOR BANKS

Voltage: 15 kV and 69 kV

Purpose: Five 15 kV 5 MVAR capacitor banks inside the system distribution substations (Red Hills, Snow Canyon, Hillside, East ridge and Upper Skyline) and installation of three 69 kV 5 MVAR capacitor banks inside the 69 KV Substations (River and Skyline).

J. MILL CREEK 69 kV TRANSMISSION LINE EXTENSION

Voltage: 69 kV

Purpose: Acquire the St George City single circuit 69 kV transmission line and any appropriate appurtenances to connect the River 138 / 69 kV Substation to the UAMPS Mill Creek 69 kV Switchyard.

K. SKYLINE 138 kV TRANSMISSION LINE

Voltage: 138 kV

Purpose: Acquire the St George 138 kV Transmission line and any appropriate appurtenances to connect the St George 138 kV Substation to the Skyline 138 kV bus.

L. SKYLINE TRANSFORMER

Voltage: 138 kV

Purpose: Two 138 kV transformers and any necessary appurtenances to increase capacity in the existing Skyline Substation.

M. SNOW CANYON 69 kV TRANSMISSION LINE

Voltage: 69 kV

Purpose: Acquire the St George 69 kV Transmission Line and any appropriate appurtenances to connect the Santa Clara 69 kV Tap to the Snow Canyon 138/69 kV Substation Santa Clara breaker. This line currently starts at Skyline 69kV bus and terminates at the Snow Canyon Substation but may be rerouted at a future date.

N. ST. GEORGE SUBSTATION TO SKYLINE
SECOND 138 kV TRANSMISSION LINE

Voltage: 138 kV

Purpose: Install second 138 kV circuit on existing 138 kV structure and any appropriate appurtenances to interconnect the St. George Switchyard to Skyline second 138 kV Transmission Line to St. George Switchyard and Skyline Substations.

O. TRANSFORMER UPGRADE

Voltage: 138 kV to 69 kV

Purpose: A switching/substation and any appropriate appurtenances to increase transformation capacity at River, Skyline & Green Valley substations.

4. The Joint Operating Agreement between PacifiCorp and UAMPS as approved by each Participant provides for the construction of the facilities as described therein.

A. ENERGIZATION OF THE FOURTH CIRCUIT
BETWEEN CENTRAL/RED BUTTE SUBSTATION
AND ST GEORGE SUBSTATION

B. INSTALLATION OF A 345KV TRANSFORMER AT THE ST GEORGE
SUBSTATION

***Exhibit C, Debt Cap, and
2025 Financing Updates***

Central-St. George Project



May 21, 2025 – Scott Fox

Participant Governing Body Authorization Required

- Governing body authorization for the Central-St. George Projects is required when:
 1. Changes are made to Exhibit C
 2. When an increase to the bond cap is needed
 - i. Cap available capacity is currently at ~\$2.5M
- Otherwise, within these parameters, the financing authority rests with the Project Management Committee (“PMC”)

Exhibit C Updates

- Projects Considered:
 - Internal Transformer Upgrade project to increase transformation capacity at River, Skyline & Green Valley substations
 - Sections 3(E), 3(L), 3(O)
 - 345kV St. George Transformer Installation, PacifiCorp project
 - Sections 3(A), 3(C), 4(B)
 - Santa Clara – Snow Canyon Line Reroute
 - Section 3(M)
 - St. George – River Line Reconductor
 - Edit to Section 3(D) –
 - “. . . , which may be reconducted in the future,. . . .”

Central-St. George Outstanding Bonds

- CSG Outstanding Bonds as of April 30, 2025:
 - Central – St. George 2016 Series
 - Outstanding Principal - \$9,610,000
 - Private Placement – Bank of America
 - Interest Rate – 2.53%
 - Final Maturity – December 1, 2027
 - No bond ratings from the Rating Agencies since bond issue was privately placed with BofA
 - no ongoing disclosures required

CSG 2025 System Upgrades

	<u>\$(M)</u>
1. St. George 2nd Transformer Install	\$ 2.0
2. Transformer Upgrade Project	
Phase 1	2.3
Phase 2	7.9
Phase 3	5.1
Phase 4	10.2
Phase 5	0.4
	26.0
3. Santa Clara - Snow Canyon Line Re-Route	0.1
4. St. George - River 138 kV Transmission Line Reconductoring	2.6
	<u>\$ 30.7</u>

CSG Revised Debt Cap 2025

	<u>\$(M)</u>
Existing Debt Cap	\$ 64.0
2025 System Upgrades	30.7
Contingency	<u>5.3</u>
Revised Debt Cap 2025	\$ 100.0
Approved Debt Capacity	<u>(61.5)</u>
Remaining Capacity FY2026	<u>\$ 38.5</u>

Acquisition Payment

- UAMPS to issue Central-St. George Transmission Project Revenue Bonds to finance the acquisition and construction costs of the 2025 System Upgrades
 - 1st Series of the Bonds will be issued in 2025
 - 2nd Series of the Bonds will be issued around 2027 or soon after
- Acquisition Payment
 - Pursuant to the terms of the Transmission Service Agreement (“TSA”), the PMC will provide the Participants with the option of making capital contribution to UAMPS for the 2025 System Upgrades
 - Acquisition Payment Notification Due Date for 1st Series will be June 16,2025
 - *no response* required if you do not intend to make an acquisition payment

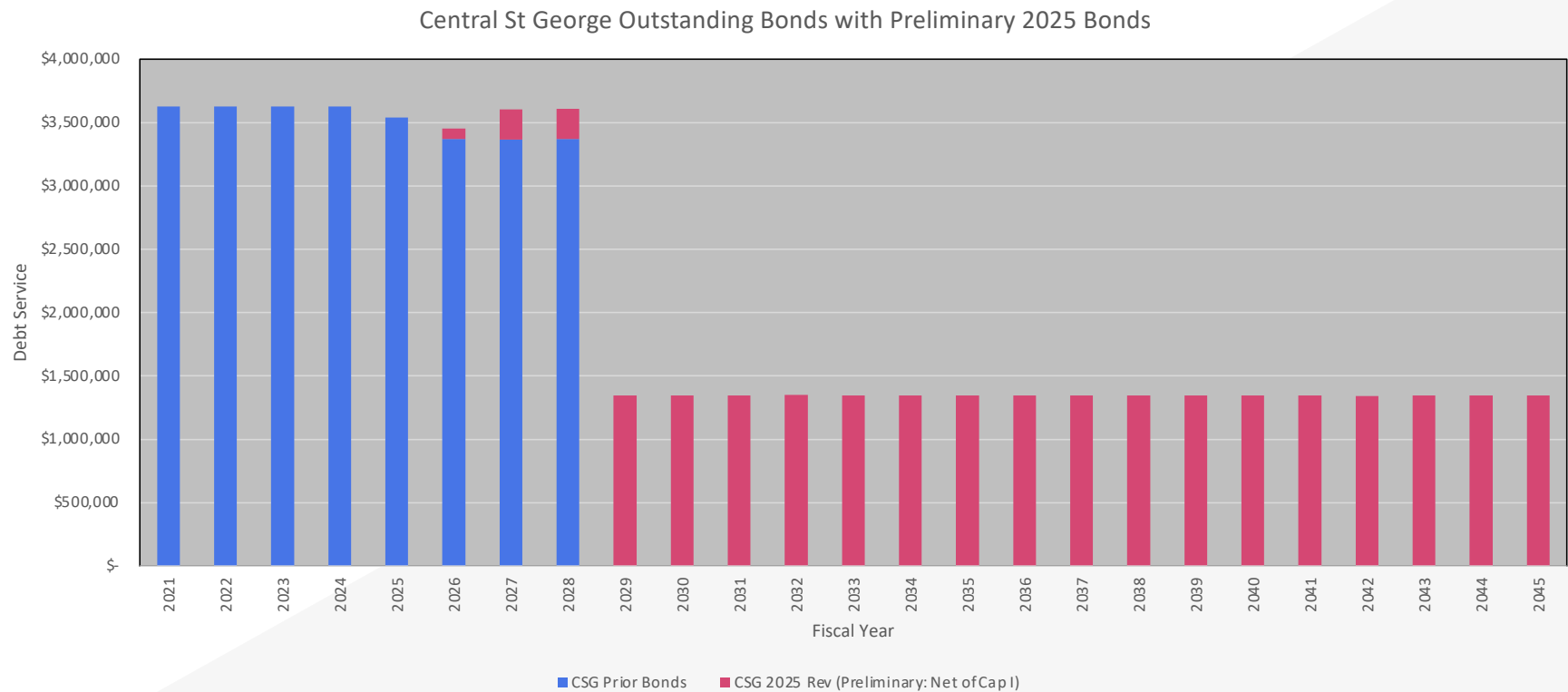
1st Bonds – 2025 System Upgrades

	<u>\$(M)</u>
1. St. George 2nd Transformer Install	\$ 2.0
2. Transformer Upgrade Project	
Phase 1	2.3
Phase 2	7.9
	10.2
3. Santa Clara - Snow Canyon Line Re-Route	0.1
4. St. George - River 138 kV Transmission Line Reconductoring	2.6
Total Project Costs	<u><u>\$ 15.0</u></u>

Changes from May 6th Bond Discussion

- May 6th Discussion Items:
 - Borrow \$10.5 million for 2 years' expenditures
 - Use interest only payments for the first two years
 - No capitalized interest
 - Minimize member rate impact prior to existing bond payoff in 2027
- May 21st Updates:
 - Borrow \$15 million to fund \$4.7 million in additional projects (prior slide)
 - Recommend 2.5 years interest only payments
 - Use funds from Debt Service Reserve Fund re-sizing to reduce rate impact
 - Result: Minimal estimated rate impact (see next slides)
 - Assume 5.10% interest rate
 - Amortization of principal thru FY2045

Estimated Total Debt Service with 2025 Bonds



Estimated Rate Impact for Members

	Total	Hurricane	Santa Clara	St. George	Washington
	100.00%	14.62%	6.06%	64.31%	15.01%
FY 2026 Annual Debt Service	3,454,644	505,069	209,351	2,221,682	518,542
FY 2027 Annual Debt Service	3,605,491	527,123	218,493	2,318,691	541,184
FY 2029 Annual Debt Service *	1,348,420	197,139	81,714	867,169	202,398

*2nd Series of Bonds issued in 2027/2028 will ***more than double*** FY 2029 debt service. However, annual debt service from FY 2029-2046 will still be lower than current-year levels.

Note: Participants' authorizing resolution approve a Transmission Service Agreement amendment to allow the PMC to establish operating procedures to adjust the entitlement shares based on each Participant's forecasted usage and revised as necessary based on an annual engineering review of forecasted usage

Next Steps

1. Upon approval of Exhibit C (with the discussed edit to Section 3(D)) by the PMC, staff will send each Participant an authorizing resolution for their city council to approve the revised Exhibit C and the bond cap increase
2. During the June PMC and Board meetings, approve a resolution for the project bonding

QUESTIONS
