**RESOLUTION NO. 10-21-2020**

**A RESOLUTION APPROVING THE CITY’S CONTINUING INVOLVEMENT IN THE UAMPS CARBON FREE POWER PROJECT**

**WHEREAS**, Payson City (the “City”) is a member of Utah Associated Municipal Power Systems *(“UAMPS”)* pursuant to the provisions of the Utah Associated Municipal Power Systems Amended and Restated Agreement for Joint and Cooperative Action, as amended (the *“Joint Action Agreement”)',* and

**WHEREAS**, the City previously approved, executed and delivered the Carbon Free Power Sales Contract dated as of April 1,2018 (the *“Power Sales Contract”)* with UAMPS, including what is now an Entitlement Share of 6,991 kW of the capacity of the Project (initially capitalized terms used and not defined herein have the meanings assigned to them in the Power Sales Contract); and

**WHEREAS**, section 204 of the Power Sales Contract allows parties to withdraw from the Project during the Licensing Period by delivering a Notice of Withdrawal to UAMPS upon, among other events, the occurrence of the City’s receipt of notice from UAMPS that the Project Management Committee has approved a revised Budget and Plan of Finance; and

**WHEREAS**, on July 16, 2020, UAMPS sent to the City a Notice of Conditional Approval of the Revised CFPP Budget and Plan of Finance; and

**WHEREAS**, the Council, having evaluated the Project, and without waiving any rights under the Power Sales Contract, has determined it to be in the best interest of the City to continue in the Project at this point;

**NOW, THEREFORE, BE IT RESOLVED** by the Payson City Council, as follows:

1. It hereby approves of the City’s continuation in the Carbon Free Power Project (the “Project”) during the Licensing Period.
2. It finds that the City’s continuation in the Project at this point is in the best interest of the City.

This Resolution shall take effect immediately upon its passage by the Payson City Council adopted in a public meeting.

Passed by the Payson City Council this 21st day of October, 2020.

Attest:

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Kim E. Holindrake, City Recorder

William R. Wright, Mayor

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