

**VILLAGE OF GEORGETOWN, OHIO**

**RESOLUTION NO. 1311**

**A RESOLUTION TO APPROVE THE FORM AND AUTHORIZE THE VILLAGE ADMINISTRATOR TO EXECUTE THE 2022 SOLAR ENERGY SCHEDULE WITH AMERICAN MUNICIPAL POWER, INC. AND TAKE OTHER ACTIONS IN CONNECTION THEREWITH REGARDING SOLAR GENERATED ENERGY PURCHASES FOR THE VILLAGE OF GEORGETOWN**

**WHEREAS**, the Village of Georgetown, Ohio (the “Municipality”) owns and operates an electric utility system for the sale of electric capacity and associated energy for the benefit of its citizens and taxpayers; and

**WHEREAS**, in order to satisfy the electric capacity and energy requirements of its electric utility system, the Municipality has heretofore purchased, or desires to purchase in the future, economical, reliable and environmentally sound capacity and energy and related services from, or arranged by, American Municipal Power, Inc. (“AMP”), of which the Municipality is a member; and

**WHEREAS**, AMP is an Ohio nonprofit corporation, organized to own and operate facilities, or to provide otherwise, for the generation, transmission or distribution of electric capacity and energy, or any combination thereof, and to furnish technical services on a cooperative, nonprofit basis, for the mutual benefit of AMP members (“Members”), such Members, including the Municipality, being political subdivisions that operate municipal electric utility systems; and

**WHEREAS**, the Municipality, acting individually and through AMP with other political subdivisions of this and other states that own and operate electric utility systems, jointly, endeavors to arrange for reliable, environmentally sound and reasonably priced supplies of electric capacity and energy and related services for ultimate delivery to its customers; and

**WHEREAS**, it is efficient and economical to act jointly in such regard; and

**WHEREAS**, the Municipality has previously entered into a Master Services Agreement with AMP, AMP Contract No. C-1-2013-9504, which contemplates that the Municipality shall enter into various schedules for the provision of capacity and associated energy and related services from AMP to the Municipality; and

**WHEREAS**, certain Members, including the Municipality have determined that they can utilize additional sources of reliable and economical solar generated electric capacity and energy on a long-term basis at reasonable costs, and have requested that AMP arrange for the same by developing, purchasing or otherwise acquiring interests in certain solar energy facilities; and

**WHEREAS**, in furtherance of this purpose, AMP will enter into one or more agreements with a reputable solar power developer (the “Developer”) (the “2022 Solar Purchased Power

Agreement” or “2022 Solar PPA”) under the terms of which AMP is to purchase and the Developer is to supply and sell up to approximately 150 MWac of capacity and associated energy from solar generation project(s) located within the PJM Footprint for a period of fifteen (15) years; and

**WHEREAS**, it is necessary and desirable for the Municipality to enter into the 2022 Solar Energy Schedule to Municipality’s Master Services Agreement with AMP to provide for an additional source of capacity and energy; and

**WHEREAS**, Members now have the right, but not the obligation by the enactment of this legislation to authorize and request AMP to acquire capacity and energy from one or more solar project(s) by approval and execution of the 2022 Solar Energy Schedule authorized below: and

**WHEREAS**, prior to the execution of the 2022 Solar Energy Schedule authorized through the adoption of this Resolution, AMP will have (i) informed the Municipality of the terms of the 2022 Solar Energy Schedule; (ii) provided the Municipality the opportunity to review the 2022 Solar PPA terms and conditions (subject to price); and (iii) offered representatives of the Municipality the opportunity to ask such questions, review data and reports, conduct inspections and otherwise perform such investigations with respect to, as applicable, the acquisition of capacity and energy and the terms and conditions of the 2022 Solar Energy Schedule authorized below as the Municipality deems necessary or appropriate in connection herewith; and

**WHEREAS**, after due consideration, the Municipality has determined it is reasonable and in its best interests to proceed as authorized herein below and requests and authorizes AMP to acquire capacity and energy from the Project(s) upon those terms and conditions set forth in the 2022 Solar Energy Schedule.

**BE IT RESOLVED** by the Council of the Village of Georgetown, Brown County, Ohio, a majority or more of all members thereof concurring as follows:

**Section 1.** That the 2022 Solar Energy Schedule between the Municipality and AMP, substantially in the form attached hereto or on file with the Clerk, including Exhibits thereto, are approved, and the Village Administrator is hereby authorized to execute and deliver the 2022 Solar Energy Schedule with such changes as the Village Administrator may approve as neither inconsistent with this Resolution nor materially detrimental to the Municipality, his execution of the 2022 Solar Energy Schedule to be conclusive evidence of such approval.

**Section 2.** That the Village Administrator is hereby authorized to (i) acquire under the 2022 Solar Energy Schedule, authorized above, a Contract Amount as defined in that Schedule of up to 1100 kW with a price of up to \$45.00/MWh(ac) for energy, capacity and environmental attributes made available thereunder without bid, and (ii) make any determinations and approvals required thereunder, if any, as the Village Administrator shall deem necessary and advisable.

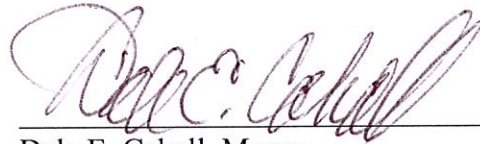
**Section 3.** If any section, subsection, paragraph, clause or provision or any part thereof of this Resolution shall be finally adjudicated by a court of competent jurisdiction to be invalid, the remainder of this Resolution shall be unaffected by such adjudication and all the

remaining provisions of this Resolution shall remain in full force and effect as though such section, subsection, paragraph, clause or provision or any part thereof so adjudicated to be invalid had not, to the extent of such invalidity, been included herein.

**Section 4.** That this Resolution shall take effect at the earliest date allowed by law.

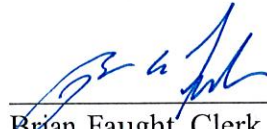
**Section 5.** That Village Council hereby finds and determines that all formal actions relative to the passage of this Resolution were taken in an open meeting of this Council, and that all deliberations of this Council and its Committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with all applicable legal requirements including Section 121.22 of the Ohio Revised Code.

Passed and adopted at a legally convened meeting of Council held on the 28<sup>th</sup> day of July, 2022.



Dale E. Cahall, Mayor

Attest:



Brian Faught, Clerk of Council