

**RESOLUTION NO. 2008-08**

**A RESOLUTION OF THE CITY OF WASHINGTON, KANSAS, AUTHORIZING THE EXECUTION OF A POWER PURCHASE AGREEMENT BETWEEN THE CITY OF WASHINGTON, KANSAS, AND THE KANSAS MUNICIPAL ENERGY AGENCY RELATING TO THE PURCHASE OF ELECTRICITY BY THE CITY FROM THE KANSAS MUNICIPAL ENERGY AGENCY FOR SALE OR USE BY THE CITY (MID-KANSAS/BASELOAD POWER SUPPLY).**

**WHEREAS**, the Kansas Municipal Energy Agency ("KMEA") is a municipal energy agency organized and existing under the laws of the State of Kansas, including K.S.A. 12-885 *et seq.*; and

**WHEREAS**, the City of Washington, Kansas (the "City") owns or operates a utility furnishing electricity, and the City is a member in good standing of KMEA; and

**WHEREAS**, the City is authorized under the laws of the State, including particularly K.S.A. 12-825j, to contract to buy from KMEA power and energy to meet the City's present and future requirements; and

**WHEREAS**, to secure an adequate, economical and reliable supply of electric power and energy for the City's requirements, KMEA and the City have determined that KMEA will sell to the City, and the City will purchase from KMEA, power and energy and other services on the terms and conditions set forth in a Power Purchase Agreement (the "Purchase Agreement") with KMEA in substantially the form presented to the governing body with this Resolution; and

**WHEREAS**, KMEA intends to acquire power and energy, for sale to the City and the other cities through the purchase of unit contingent generating capacity from Mid-Kansas Electric Company, LLC ("Mid-Kansas") under the terms and provisions of a Power Supply Agreement dated as of April 18, 2008, between KMEA and Mid-Kansas (the "Mid-Kansas Agreement", attached to the Purchase Agreement as *Appendix A*), which such unit contingent generating capacity is to come from Mid-Kansas' system resources, including capacity purchased by Mid-Kansas;

**NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF WASHINGTON, KANSAS:**

**Section 1.** The Purchase Agreement is hereby approved in substantially the form presented to the governing body this date.

**Section 2.** The Mayor and Clerk are hereby authorized to execute the Purchase Agreement in substantially the form presented to the governing body this date, with such changes or additions as KMEA and the Mayor shall agree are necessary and appropriate, such official's signature thereon being conclusive evidence of such official's and the City's approval thereof. The Mayor and Clerk are authorized and directed to execute any and all other documents or certificates necessary to effect the purposes set forth in this Resolution and the Purchase Agreement.

**Section 3.** This Resolution shall take effect and be in full force from and after its adoption by the governing body of the City.

ADOPTED by the governing body of the City and signed by the Mayor this 6<sup>th</sup> day of October, 2008.

(SEAL)

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Harold H. Jones, Jr., Mayor

ATTEST:

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Denise M. Powell, City Clerk