

RESOLUTION NO. 2011-31

A RESOLUTION OF THE LODI CITY COUNCIL
APPROVING GEOTHERMAL AGREEMENTS AND
FACILITIES AGREEMENT AMENDMENT TO FINALIZE
TURLOCK IRRIGATION DISTRICT'S WITHDRAWAL
FROM THE NORTHERN CALIFORNIA POWER AGENCY
JOINT POWERS AGREEMENT

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WHEREAS, the Turlock Irrigation District (TID) has provided the required two-year notice of termination of membership in the Northern California Power Agency (NCPA) Joint Powers Agreement (JPA), and the NCPA Commission has accepted that two-year notice to be effective April 1, 2011; and

WHEREAS, TID's termination of membership in the JPA affected its rights and obligations under various agreements between TID and NCPA members and between TID and NCPA, requiring those agreements to be either terminated, clarified, or amended in some fashion; and

WHEREAS, any signatory to the JPA terminating its membership in the JPA is obligated to pay its pro-rata share of all debts, liabilities, and obligations of NCPA as of the date of termination as a condition precedent to such termination and withdrawal; and

WHEREAS, TID and NCPA staffs have worked together to identify all agreements needing to be either terminated, clarified, or amended and have arrived at a recommended settlement amount that would satisfy TID's obligation to pay its pro-rata share of all debts, liabilities, and obligations of NCPA as of the date of termination; and

WHEREAS, the agreements requiring NCPA member approval to effectuate TID's withdrawal from the JPA are as follows:

- Amendment Number Two to Agreement for Construction, Operation, and Financing of Geothermal Generating Project Number 3
- Amended and Restated Geothermal Project Operating Agreement Between Northern California Power Agency and the Geothermal Project Participants
- Amendment Number One to Northern California Power Agency Facilities Agreement.

WHEREAS, the NCPA Commission has approved all the necessary Geothermal Agreement and Facilities Agreement modifications and approved the Membership Withdrawal and Exit Agreement between NCPA and TID on February 24, 2011.

NOW, THEREFORE, BE IT RESOLVED that the Lodi City Council does hereby approve: (1) Amendment Number Two to Agreement for Construction, Operation, and Financing of Geothermal Generating Project Number 3; (2) Amended and Restated Geothermal Project Operating Agreement Between Northern California Power Agency and the Geothermal Project Participants; and (3) Amendment Number One to Northern California Power Agency Facilities Agreement.

Dated: March 16, 2011

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I hereby certify that Resolution No. 2011-31 was passed and adopted by the City Council of the City of Lodi in a regular meeting held March 16, 2011, by the following vote:

AYES: COUNCIL MEMBERS – Hansen, Katzakian, Mounce, Nakanishi,
and Mayor Johnson

NOES: COUNCIL MEMBERS – None

ABSENT: COUNCIL MEMBERS – None

ABSTAIN: COUNCIL MEMBERS – None


RANDI JOHL
City Clerk