

RESOLUTION NO. 2017-2

A RESOLUTION AUTHORIZING AND APPROVING CERTAIN
AMENDMENTS TO THE MASTER MEMORANDUM OF INTENT BETWEEN
THE AUTHORITY AND THE BONNEVILLE POWER ADMINISTRATION.

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WHEREAS, the Idaho Energy Resources Authority (the “*Authority*”) has been organized under the Idaho Energy Resources Authority Act, Title 67, Chapter 89, Idaho Code, as amended (the “*Act*”), as an independent public body politic and corporate and a public instrumentality of the State of Idaho;

WHEREAS, the Authority and the United States of America Department of Energy acting by and through the Administrator of the Bonneville Power Administration (“*Bonneville*”) have previously executed that certain Master Memorandum of Intent, dated November 22, 2013, as amended or supplemented from time to time (the “*MMOI*”) to participate in transmission facilities lease-purchase transactions from time to time for the benefit of Bonneville as described therein;

WHEREAS, Bonneville has requested and the Authority has agreed to participate in a “proposed transaction” (as defined in the MMOI) to (i) acquire certain transmission facilities (the “*Project*”) under an Asset Purchase Agreement between Northwest Infrastructure Financing Corporation VI and the Authority, and (ii) lease the Project to Bonneville pursuant to a Lease-Purchase Agreement between the Authority and Bonneville; and

WHEREAS, in connection with the proposed transaction it may be necessary or desirable for the Authority and Bonneville to amend the MMOI;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE IDAHO ENERGY RESOURCES AUTHORITY, AS FOLLOWS:

Section 1. Amendment of MMOI. The Chairman and the interim Executive Director are each hereby authorized and directed to negotiate, agree to, and execute such amendments to the MMOI as they shall deem to be necessary or desirable and in the best interests of the Authority in connection with the proposed transaction described above and future lease-purchase financings between the Authority and Bonneville.

Section 2. Effective Date. This resolution shall be effective immediately upon its approval and adoption.

ADOPTED AND APPROVED by the Board of Directors of the Idaho Energy Resources Authority, this 18th day of July, 2017.

IDAHO ENERGY RESOURCES AUTHORITY


Chairman

[SEAL]

ATTEST:


Secretary-Treasurer

