

**RESOLUTION OF THE COLUMBUS UTILITY COMMISSION RECOMMENDING
THAT THE COLUMBUS COMMON COUNCIL APPROVE AMENDMENT NO. 3 TO
LONG TERM POWER SUPPLY CONTRACT FOR PARTICIPATING MEMBERS**

WHEREAS, the City of Columbus (the "Member") is a member of WPPI Energy ("WPPI") and, like all other WPPI members, takes long-term all-requirements electric service from WPPI pursuant to a long-term power supply contract (each, a "Long Term Contract");

WHEREAS, the Long Term Contract between the Member and WPPI is that certain *Long Term Power Supply Contract for Participating Members* dated as of July 18, 1989, as amended (the "Member's Contract");

WHEREAS, the current term of the Member's Contract and each other Long Term Contract will expire on or before December 31, 2055;

WHEREAS, WPPI's revenues under the Long Term Contracts have been pledged to secure the bonds issued by WPPI to finance ownership of WPPI's generating units and transmission assets;

WHEREAS, the City of Columbus has vested in the Columbus Utility Commission authority and responsibility for management of Columbus Water & Light;

WHEREAS, the Columbus Utility Commission has determined that it is in the best interest of the City of Columbus to approve and execute the amendment referred to in the caption of this Resolution (the "Amendment") and that such approval and execution are necessary in order to enable WPPI to plan for, obtain, contract for, purchase, and finance new long-term power supply resources;

WHEREAS, the Columbus Utility Commission desires that WPPI be able to secure and finance new long-term power supply resources so that WPPI is able to continue serving the Member and all other participating members reliably and at competitive and stable rates under the Long Term Contracts over the long term, and WPPI wishes to be able to make new long-term commitments in order to be able to do so; and

WHEREAS, the parties wish to extend the term of the Member's Contract, as set forth in the Amendment;

NOW, THEREFORE, be it resolved by the Columbus Utility Commission that the Columbus Utility Commission recommends that the Columbus Common Council approve the Amendment and take all action necessary to execute and deliver the Amendment.

Introduced by _____

Moved by _____

Seconded by _____

Approved this _____ day of _____, 20__.

Columbus Utility Commission

By _____
President, Columbus Utility Commission

Print Name

State of _____)
County of _____) ss

I, _____, City Clerk of the City of Columbus, Wisconsin, hereby certify that I have compared the above Resolution with the original instrument on file in my office and that the same is a true, complete and correct copy of said document.

IN WITNESS HEREOF, I have hereunto set my hand and affixed the Corporation Seal of the City of Columbus, Wisconsin, this _____ day of _____, 20__.

City Clerk

Print Name