

**GLADSTONE CITY COMMISSION RESOLUTION TO APPROVE
AMENDMENT NO. 2 TO LONG TERM POWER SUPPLY
CONTRACT FOR PARTICIPATING MEMBERS**

WHEREAS, the City of Gladstone (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 January 25, 2007, 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, it is necessary that WPPI members extend the existing terms of the Long Term Contracts in order to enable WPPI to plan for, obtain, contract for, purchase and finance new long-term power supply resources, including, but not limited to, new generating plants;

WHEREAS, the Member 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 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 referred to in the caption of this Resolution (the “Amendment”).

NOW, THEREFORE, be it resolved by the Gladstone City Commission:

1. That the Amendment, the form of which has been presented to the Gladstone City Commission, is hereby approved;
2. That the Mayor and the City Clerk are directed to execute and deliver the Amendment to WPPI on behalf of the Member to be in substantially the form presented to the Gladstone City Commission. The Mayor and City Clerk and other appropriate City officials, including the City Attorney, also are directed to take all other actions on behalf of the Member as may be necessary to effectuate the Amendment, subject to the requirement of Section 3 of the Amendment, which provides that if, by February 26, 2027, fewer than thirty-four (34) WPPI Participating Members approve an amendment extending the terms of their respective Long Term Contracts to midnight on December 31, 2073, the Amendment shall be null and void and shall have no force and effect;

3. That the Member agrees to be bound by the terms of the Amendment as executed by the Member.

Introduced by _____

Moved by _____

Seconded by _____

Passed by the Gladstone City Commission on the _____ day of
 July _____, 20 26, and submitted to the Mayor and City Clerk on the _____ day
 of July _____, 20 26 Approved this _____ day of
 July _____, 20 26.

 Mayor

Joseph Thompson

 Print Name

State of Michigan _____)

) ss

County of Delta _____)

I, Kimberly Berry, City Clerk of the City of Gladstone, Michigan,
 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 Gladstone, Michigan, this _____ day of July _____, 20 26.

 City Clerk

Kimberly Berry

 Print Name