



ORDINANCE NO. 2023-02

AN ORDINANCE OF THE TOWN COUNCIL OF THE TOWN OF PINEVILLE, NC, DETERMINING THAT IT IS IN THE BEST INTERESTS OF THE TOWN OF PINEVILLE TO APPROVE THE POWER PURCHASE AGREEMENT BY AND BETWEEN NORTH CAROLINA MUNICIPAL POWER AGENCY NUMBER 1 AND CENTRAL ELECTRIC POWER COOPERATIVE, INC. TO CONSENT TO THE TRANSACTIONS CONTEMPLATED THEREBY, AND TO APPROVE AND AUTHORIZE THE EXECUTION AND DELIVERY OF, AMONG OTHER DOCUMENTS, AN AMENDMENT TO THE PROJECT POWER SALES AGREEMENT WITH NORTH CAROLINA MUNICIPAL POWER AGENCY NUMBER 1

WHEREAS, the Town of Pineville (the “Municipality”) and North Carolina Municipal Power Agency Number 1 (“Power Agency”) entered into a Project Power Sales Agreement, Catawba Nuclear Project (the “Power Sales Agreement”), dated as of the first day of May 1978, pursuant to which Power Agency provides, or causes to be provided, the Municipality with power and energy from the Catawba Project; and

WHEREAS, the Board of Directors of Power Agency, on May 25, 2023, adopted (i) Resolution BDR-4-23 (the “Resolution”), which, among other things, approves and authorizes the execution and delivery of a Power Purchase Agreement (the “PPA”) between the Power Agency and Central Electric Power Cooperative, Inc. (“Central”) pursuant to which Power Agency will sell and Central will purchase nuclear capacity and energy associated with a portion of Power Agency’s ownership and contractual interest in the Catawba Project, (ii) Resolution BDR-5-23 authorizing Power Agency to execute and deliver to each Participant an amendment to the Power Sales Agreement to give effect to the transactions contemplated by the PPA (“Amendment Agreement No. 3”), and, on July 28, 2023, adopted (iii) Resolution BDR-9-23, authorizing Power Agency to execute and deliver to each Participant the Agreement Regarding the Purchase and Sale of Excess Participant’s Share of Project Output (“Excess Participant’s Share Agreement”) and a Letter of Intent Regarding the Sizing of Participant’s Shares of Catawba (Post 2023) (the Letter of Intent”) and to take such actions as are necessary, advisable or convenient to obtain the consent of each Participant to, and the approval of each Participant of, the consummation of the transactions contemplated by the PPA, and Amendment Agreement No. 3; and

WHEREAS, Power Agency has caused GDS Associates, Inc., Power Agency’s Consulting Engineer, to prepare an economic analysis of the projected impact of the transactions contemplated by the PPA on Power Agency’s wholesale power costs and proposed full

requirements wholesale rates (the “Economic Analysis”); and

WHEREAS, Power Agency has caused to be furnished to the Municipality each of the following: (i) the PPA, (ii) Resolution BDR-4-23, (iii) Resolution BDR-5-23, (iv) Resolution BDR-9-23, (v) an executed Amendment Agreement No. 3, dated as of July 28, 2023, (vi) an executed Excess Participant’s Share Agreement, dated as of July 28, 2023, (vii) a copy of the Letter of Intent, and (viii) the Economic Analysis, and

WHEREAS, the Town Council of the Municipality (the “Governing Body”) has taken into consideration the benefits which might be achieved by (i) approving the transactions contemplated by the PPA, and (ii) approving, executing, and delivering Amendment Agreement No. 3 and the Excess Participant’s Share Agreement.

NOW, THEREFORE, BE IT HEREBY ORDAINED BY THE TOWN OF PINEVILLE:

1. After due consideration to the contents of each of the preambles set forth above and to each of the documents referred to in such preambles, the Governing Body hereby finds and determines that it is in the best interests of the Municipality (i) to consent to and approve the consummation of the transactions contemplated by the PPA, and the same is hereby consented to and approved, and (ii) to enter into Amendment Agreement No. 3 and the Excess Participant’s Share Agreement.
2. The Governing Body hereby authorizes and directs that Amendment Agreement No. 3 and the Excess Participant’s Share Agreement be executed for and on behalf of the Municipality by the Mayor and Clerk, sealed with the seal of the Municipality and delivered to the Power Agency in the form and substance of Amendment Agreement No. 3 and the Excess Participant’s Share Agreement presented at this meeting.
3. The Governing Body hereby directs the Clerk to furnish or cause to be furnished to Power Agency a certified copy of this Ordinance together with the executed Amendment Agreement No. 3.
4. The Governing Body hereby directs the Clerk to file with the minutes of this meeting (i) the PPA, (ii) Resolution BDR-4-23, (iii) Resolution BDR-5-23, (iv) Resolution BDR-9-23, (v) the proposed Amendment Agreement No. 3, (vi) the proposed Excess Participant’s Share Agreement, (vii) the copy of the Letter of Intent, and (viii) the Economic Analysis as presented and available at this meeting.
5. This Ordinance shall become effective upon its adoption.

ADOPTED this 28th day of August 2023.

Jack Edwards, Mayor

ATTEST:

Lisa Snyder, Town Clerk

(SEAL)