

RESOLUTION NO. 15-2005

APPROVING ENTERING AN AGREEMENT WITH THE IOWA PUBLIC POWER AGENCY

WHEREAS, the parties to the proposed Agreement recognize that in order to expeditiously perform, pursuant to the Agreement and Memorandum of Understanding dated June 23, 2005, between MidAmerican Energy Company ("MidAmerican") and Midwest Municipal Transmission Group ("MMTG"), hereafter referred to as the "MOU", and in order to obtain the benefits of long-term transmission ownership pursuant to the MOU, it is necessary and desirable to have IPPA act on behalf of _____ (Participating Utility); and

WHEREAS, Participating Utility has been a party to the MMTG negotiations with MidAmerican regarding the resolution of the issues raised by MMTG in its Motion to Intervene and Comments filed with the Federal Energy Regulatory Commission ("FERC"); and

WHEREAS, the governing body of a Municipal Electric Utility may contract with persons and other governmental bodies and carry out joint agreements for undivided ownership in transmission facilities, as provided in the *City Code of Iowa*; and

WHEREAS, Participating Utility is an existing network customer of MidAmerican taking transmission service under Part III of the MidAmerican Open Access Transmission Tariff; and

WHEREAS, it is the desire of the Participating Utility to have IPPA act as agent to coordinate MMTG participation in certain aspects of MidAmerican's regional and local transmission planning, in order to enhance opportunities to invest in mutually agreeable transmission system projects as contemplated by the MOU; and

WHEREAS, IPPA desires to act as agent for the Participating Utility for the purpose of coordination and planning of transmission investments and the billing, revenue distribution and payment between MidAmerican and Participating Utility taking service under Part III of the MidAmerican's Open Access Transmission Tariff; and

WHEREAS, the Iowa Public Power Agency and Participating Municipal Electric Utility Agreement has been prepared and is now before this governing body.

NOW, THEREFORE, BE IT RESOLVED, BY THE GOVERNING BODY OF

City of Buffalo, Iowa,

_____, that the Iowa Public Power Agency and Participating Municipal Electric Utility Agreement is hereby approved, and that the Mayor / Chairman and Clerk / Secretary are hereby authorized to execute the IOWA PUBLIC POWER AGENCY AND PARTICIPATING MUNICIPAL ELECTRIC UTILITY AGREEMENT, on behalf of the utility.

PASSED AND APPROVED THIS 12th DAY OF SEPTEMBER, 2005.

By Betty G. Walters
Mayor / Chairman

ATTEST:

Carol A. Bernauer
Clerk / Secretary