RESOLUTION NO. 01-11

ROLL CALL

VOTING	YES	NO
MAYOR DALE R. BARNEY *(votes only in case of tie)*		
SHERMAN E. HUFF *Councilmember*	X	
LILLIAN J. SHEPHERD *Councilmember*	X	
GLENN A. JAMES *Councilmember*	X	
ROY L. JOHNS *Councilmember*	X	
EVERETT KELEPOLO *Councilmember*	X	

I MOVE this resolution be adopted: Councilmember Huff
I SECOND the foregoing motion: Councilmember Kelepolo

RESOLUTION 01-11

A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF THE DRY CREEK SUBSTATION AGREEMENT WITH SOUTHERN UTAH VALLEY POWER SYSTEMS IN CONNECTION WITH THE DRY CREEK SUBSTATION OF SUVPS AND RELATED MATTERS

WHEREAS, SPANISH FORK CITY, UTAH (THE *"CITY"*) IS A MEMBER OF SOUTHERN UTAH VALLEY POWER SYSTEMS (*"SUVPS"*) PURSUANT TO THE PROVISIONS OF THE SOUTHERN UTAH VALLEY POWER SYSTEMS AGREEMENT FOR JOINT AND COOPERATIVE ACTION (THE *"ORGANIZATION AGREEMENT"*); AND

WHEREAS, ONE OF THE PURPOSES OF SUVPS UNDER THE ORGANIZATION AGREEMENT IS THE ACQUISITION AND CONSTRUCTION OF ELECTRIC TRANSMISSION AND SUBSTATION FACILITIES FOR THE

BENEFIT OF SOME OR ALL OF ITS MEMBERS; AND

WHEREAS, SUVPS HAS PROPOSED TO PURSUE THE ACQUISITION AND CONSTRUCTION OF AN ELECTRIC SUBSTATION TO BE KNOWN AS THE "DRY CREEK SUBSTATION" (THE *"PROJECT"*); AND

WHEREAS, IN ORDER TO OBTAIN CAPACITY IN THE PROJECT FOR THE USE OF ITS ELECTRIC UTILITY SYSTEM AND TO ENABLE SUVPS TO PROCEED WITH THE ACQUISITION AND CONSTRUCTION OF THE PROJECT, THE CITY DESIRES TO ENTER INTO THE DRY CREEK SUBSTATION AGREEMENT (THE *"SUBSTATION AGREEMENT"*) WITH SUVPS; AND

WHEREAS, THE CITY ACKNOWLEDGES THAT THE ABSOLUTE AND UNCONDITIONAL OBLIGATION OF THE CITY TO MAKE THE PAYMENTS PROVIDED FOR IN THE SUBSTATION AGREEMENT WILL BE A SPECIAL OBLIGATION OF THE CITY AND AN OPERATING EXPENSE OF THE CITY'S ELECTRIC SYSTEM, PAYABLE FROM THE REVENUES AND OTHER AVAILABLE FUNDS OF THE ELECTRIC SYSTEM, WHETHER OR NOT THE PROJECT OR ANY PORTION THEREOF IS ACQUIRED, COMPLETED, OPERABLE OR OPERATING AND NOTWITHSTANDING THE SUSPENSION, INTERRUPTION, INTERFERENCE, REDUCTION OR CURTAILMENT OF THE OUTPUT THEREOF FOR ANY REASON WHATSOEVER;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF SPANISH FORK CITY, UTAH COUNTY, UTAH, AS FOLLOWS:

SECTION 1. EXECUTION AND DELIVERY OF THE SUBSTATION AGREEMENT. THE SUBSTATION AGREEMENT, IN SUBSTANTIALLY THE FORM ATTACHED HERETO AS *EXHIBIT A*, IS HEREBY AUTHORIZED AND APPROVED, INCLUDING THE CITY'S ENTITLEMENT SHARE, DEBT SERVICE SHARE AND CAPITAL PAYMENT PERCENTAGE. THE MAYOR IS HEREBY AUTHORIZED, EMPOWERED AND DIRECTED TO EXECUTE AND DELIVER THE SUBSTATION AGREEMENT ON BEHALF OF THE CITY, AND THE CITY RECORDER IS HEREBY AUTHORIZED, EMPOWERED AND DIRECTED TO ATTEST AND

COUNTERSIGN SUCH EXECUTION AND TO AFFIX THE CORPORATE SEAL OF THE CITY TO THE SUBSTATION AGREEMENT, WITH SUCH CHANGES TO THE SUBSTATION AGREEMENT FROM THE FORM ATTACHED HERETO AS *EXHIBIT B* AS SHALL BE NECESSARY TO COMPLETE THE FORM OF THE SUBSTATION AGREEMENT OR TO CORRECT ANY MINOR IRREGULARITIES OR AMBIGUITIES THEREIN AND AS ARE APPROVED BY THE MAYOR, HIS EXECUTION THEREOF TO CONSTITUTE CONCLUSIVE EVIDENCE OF SUCH APPROVAL.

SECTION 2. OTHER ACTIONS WITH RESPECT TO THE SUBSTATION AGREEMENT. THE MAYOR, THE CITY RECORDER, LEGAL COUNSEL FOR THE CITY AND OTHER OFFICERS AND EMPLOYEES OF THE CITY SHALL TAKE ALL ACTIONS NECESSARY OR REASONABLY REQUIRED TO CARRY OUT, GIVE EFFECT TO, AND CONSUMMATE THE TRANSACTIONS CONTEMPLATED HEREBY AND SHALL TAKE ALL ACTIONS NECESSARY TO CARRY OUT THE EXECUTION AND DELIVERY OF THE SUBSTATION AGREEMENT AND THE PERFORMANCE THEREOF, INCLUDING, WITHOUT LIMITATION, THE DELIVERY OF SUCH CLOSING CERTIFICATES AND OPINIONS AS MAY BE REQUESTED FROM TIME TO TIME BY SUVPS IN CONNECTION WITH THE ISSUANCE OF BONDS TO FINANCE OR REFINANCE THE COSTS OF THE PROJECT.

SECTION 3. MISCELLANEOUS; EFFECTIVE DATE. (A) THIS RESOLUTION SHALL BE AND REMAIN IRREPEALABLE UNTIL THE EXPIRATION OR TERMINATION OF THE SUBSTATION AGREEMENT IN ACCORDANCE WITH ITS TERMS.

(B) ALL PREVIOUS ACTS AND RESOLUTIONS IN CONFLICT WITH THIS RESOLUTION OR ANY PART HEREOF ARE HEREBY REPEALED TO THE EXTENT OF SUCH CONFLICT.

(C) IN CASE ANY PROVISION IN THIS RESOLUTION SHALL BE INVALID, ILLEGAL OR UNENFORCEABLE, THE VALIDITY, LEGALITY AND ENFORCEABILITY OF THE REMAINING PROVISIONS

SHALL NOT IN ANY WAY BE AFFECTED OR IMPAIRED THEREBY.

(D) THIS RESOLUTION SHALL TAKE EFFECT IMMEDIATELY UPON ITS ADOPTION AND APPROVAL.

ADOPTED AND APPROVED THIS 20TH DAY OF NOVEMBER, 2001.

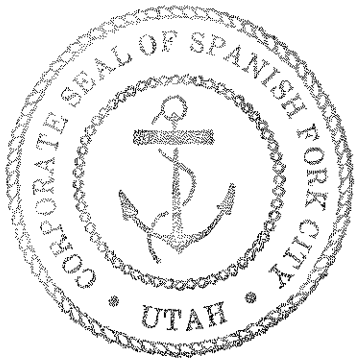
Dale R Barney

DALE R BARNEY, MAYOR

ATTEST:

Kent R. Clark

KENT R. CLARK, CITY RECORDER



Subject: **SF City Council Mtg Agenda**
Date: Mon, 19 Nov 2001 08:59:42 -0700
From: Connie Swain <cswain@spanishfork.org>
To: Junior Baker <jbaker@spanishfork.org>, kentc <kentc@spanishfork.org>,
Richard Heap <richardh@spanishfork.org>, Richard Nielson <rnielson@spanishfork.org>,
Nate Crow <nate@spanishfork.org>, Emil Pierson <planner@spanishfork.org>,
Dave Oyler <daveo@spanishfork.org>, MaryClare Maslyn <mcmaslyn@spanishfork.org>,
Springville City <jevans@springville.org>, Roger Deseret News <rens@utah-inter.net>,
Scott Dansie <dansie.scott@broadband.att.com>, Leona Beran <leona@lei-eng.com>,
Janis Nielsen - SF Press <kronur2850@aol.com>,
Olga Sorensen <olga_sorensen@hotmail.com>,
Utah Valley Homebuilders <melody@uvhba.com>, Matt Barber <t2green@sfcn.org>,
Caleb Warnock-Daily Herald <cwarnock@heraldextra.com>,
Dee Rosenbaum <drosenbaum@spanishfork.org>,
Connie Swain <cswain@spanishfork.org>,
Councilmember Shepherd <lshepherd@spanishfork.org>,
Glenn James <gjames@spanishfork.org>, ekelepolo <ekelepolo@spanishfork.org>,
shuff <shuff@spanishfork.org>, rjohns <rjohns@spanishfork.org>,
dbarney <dbarney@spanishfork.org>, Everett Kelepolo <everettk@peoplepc.com>,
Councilmember Lil Shepherd <shepfam@msta2.net>

To Whom it may concern;

Here is a copy of our agenda for the upcoming Spanish Fork City Council Meeting

SPANISH FORK CITY COUNCIL MEETING

6:30 pm
Tuesday, November 20, 2001

I. AGENDA REVIEW
6:30 pm

II. PRELIMINARY ACTIVITIES
7:00 pm A. Pledge of Allegiance
B. Minutes

III. STAFF REPORTS
A. S. Junior Baker - Legal
1. Resolution Authorizing the Dry Creek Substation Agreement with SUVPS

B. Richard Heap - Engineering
1. Automatic Gate Bids - Shop
2. Strong Property Boundary Agreements*

IV. OTHER BUSINESS

(*) indicates support information, if any, will follow at the Council meeting.

SPANISH FORK CITY

40 S. MAIN ST. • SPANISH FORK, UT 84660

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IV. OTHER BUSINESS

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The public is invited to participate in all Spanish Fork City Council Meetings. If you need special accommodation to participate in the meeting, please contact the City Manager's Office at 798-5000.

Spanish Fork City

November 20, 2001

The City Council (the *"Governing Body"*) of Spanish Fork City, Utah (the *"City"*), pursuant to due notice met in regular public session on November 20, 2001, at the hour of 7:00 p.m., at its regular meeting place at Spanish Fork City, Utah. The meeting was duly called to order by the Mayor with the following members of the Governing Body being present, constituting a quorum of the Governing Body:

NAME	TITLE
Sherman E. Huff	Councilmember
Glenn A. James	Councilmember
Roy L. Johns	Councilmember
Everett Kelepolo	Councilmember
Lillian J. Shepherd	Councilmember

Absent: _____

_____

Also Present:

NAME	TITLE
Kent R. Clark	City Recorder
S. Junior Baker	City Attorney
David Oyler	City Manager

After the minutes of the preceding meeting had been read and approved, the City Recorder presented to the Governing Body an affidavit evidencing the giving of public notice of the agenda, date, time and place of the November 20, 2001 regular public meeting of the Governing Body in compliance with the requirements of applicable Utah law. The affidavit was ordered recorded in the minutes of the meeting and is as follows:

STATE OF UTAH)

)

COUNTY OF UTAH)

I, the undersigned, the duly qualified and acting City Recorder of Spanish Fork City, Utah County, Utah (the *"City"*), do hereby certify, according to the records of the City in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-6(2), Utah Code Annotated 1953, as amended, I gave public notice of the agenda, date, time and place of the November 20, 2001, regular public meeting held by the Governing Body of the City, by:

(a) causing a Notice of Public Meeting to be posted at the principal office of the Governing Body on November 16, 2001, at least 24 hours before the convening of the meeting, in the form attached hereto; said Notice of Public Meeting having continuously remained so posted and available for public inspection during the regular office hours of the Governing Body until the convening of the meeting; and

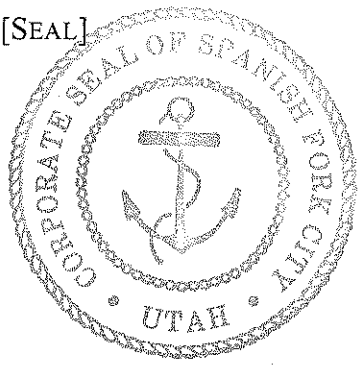
(b) causing a copy of the Notice of Public Meeting in the form attached hereto to be provided on November 16, 2001, at least 24 hours before the convening of the meeting, to the *Spanish Fork Press*, a newspaper of general circulation within the geographic jurisdiction of the City and to each local media correspondent, newspaper, radio station or television station that has requested notification of meetings of the Governing Body.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of the City, this 20th day of November, 2001.

Kent R. Clark

Kent R. Clark, City Recorder
Spanish Fork City, Utah

[SEAL]



[Attach Notice of Public Meeting]

After the conduct of other business not pertinent to the following, the Mayor announced that the time had come to consider the approval and authorization of the Dry Creek Substation Agreement (the *"Substation Agreement"*) between the City and Southern Utah Valley Power Systems (*"SUVPS"*).

S. Junior Baker, city attorney, explained to the Governing Body that SUVPS was undertaking the Project to provide needed substation capacity to meet the needs of the City and the other members of SUVPS. Although the Project would be located in Springville, it would benefit all of the members of SUVPS either by providing substation capacity that they would use or by freeing up needed capacity in other substations for their use. It was noted that the construction of the Project was already underway, that the construction was on schedule and within budget and that the Project was expected to be completed before peak demand periods in the summer of 2002.

The form of the Substation Agreement was then presented to the Governing Body and the principal terms and provisions of the Substation Agreement were discussed, the same having been previously reviewed in detail by officials of the City. Because the City had previously issued its electric revenue bonds to fund its share of the construction costs of the Project, it is expected that the City will only be required to pay its share of the operating cost of the Project under the Substation Agreement.

The following resolution was then introduced in written form and pursuant to motion duly made and seconded, was adopted and approved by the following vote:

Aye: Councilmember Sherman E. Huff

Councilmember Glenn A. James

Councilmember Roy L. Johns

Councilmember Everett Kelepolo

Councilmember Lillian J. Shepherd

Nay: _____.

The resolution was thereupon signed by the Mayor, was attested and countersigned by the City Recorder and was ordered recorded in the official records of the City. The resolution is as follows: