

**RESOLUTION**

**2016-12**

**WHEREAS**, A large industrial member of La Plata Electric Association's (LPEA) indicated that it planned to self-generate approximately 18 MW of power; and

**WHEREAS**, LPEA has deemed that the member has the wherewithal to install and run the generation, the capital resources to install the generation, a readily available supply of fuel, and the economic incentive to install the generation; and

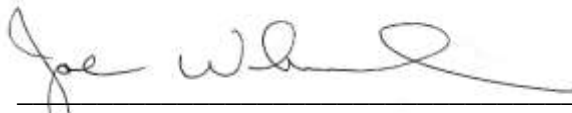
**WHEREAS**, LPEA and Tri-State Generation and Transmission Association, Inc. (Tri-State) wish to keep supplying all of this member's power supply needs; and

**WHEREAS**, LPEA, Tri-State and the member have negotiated in good faith certain terms to provide an incentive to the member to forego self-generation; and

**WHEREAS**, LPEA has determined that it is in the best interests of the cooperative to provide the member an incentive to forego self-generation on the terms negotiated between the member, LPEA, and Tri-State.

**NOW THEREFORE BE IT RESOLVED** by the Board of Directors of La Plata Electric Association, Inc. that the terms negotiated between the member, LPEA, and Tri-State are hereby approved, and the Chief Executive Officer is authorized and empowered to so enter into an agreement based upon those terms and to execute the agreement, subject to legal review.

I, Joe Wheeling, Secretary of La Plata Electric Association, Inc., do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Directors of La Plata Electric Association, Inc., at a regular meeting held in Durango, Colorado, on June 15, 2016, at which meeting a quorum of directors was present and voting.



Joe Wheeling, Secretary

Dated at Durango, Colorado this 15th day of June, 2016

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