**RESOLUTION**

WHEREAS, pursuant to Section 65.210 to 65.300 of the Kentucky Revised Statutes, as amended, commonly known as the "Interlocal Cooperation Act" (the "Act"), the Electric Plant and Water Board of the City of Frankfort, Kentucky; the Electric Plant Board of the City of Benham, Kentucky; the City of Bardwell, Kentucky; the City of Falmouth, Kentucky; the City of Madisonville, Kentucky; the City of Paris, Kentucky; the City of Providence, Kentucky; the Barbourville Utility Commission of the City of Barbourville, Kentucky; the City Utilities Commission of the City of Corbin, Kentucky; and the City Utility Commission of the City of Owensboro, Kentucky joined with each other to form the Kentucky Municipal Energy Agency (“KyMEA”) pursuant to an interlocal cooperation agreement (the "KyMEA Interlocal Cooperation Agreement”); and

WHEREAS, pursuant to Article VI, Section 8 of the KyMEA Interlocal Cooperation Agreement, the KyMEA Board of Directors (the “KyMEA Board”), to the extent authorized in its Bylaws and applicable statutes, particularly Section 65.242 of the Act, .may permit any public agency (as defined in the Act) operating a municipal electric system within or without the Commonwealth of Kentucky to become a party to the KyMEA Interlocal Cooperation Agreement and therefore a member of KyMEA; and

WHEREAS, pursuant to the enactment of an ordinance on September 6, 2016, a copy of which is attached hereto, the City of Berea, Kentucky (“Berea”) on behalf of its municipal electric system has submitted a request to the KyMEA Board and its Members to become a party to the KyMEA Interlocal Cooperation Agreement and therefore a member of KyMEA; and

WHEREAS, KyMEA desires to allow Berea to become a party to the KyMEA Interlocal Cooperation Agreement and therefore a member of KyMEA;

NOW, THEREFORE, IT IS RESOLVED AS FOLLOWS:

**Section 1. Acceptance of Berea to KyMEA Membership.** That the application of Berea to become a party to the Kentucky Interlocal Cooperation Agreement and a Member of KyMEA is hereby approved.

**Section 2. Approval of First Addendum.**  That the First Addendum to the KyMEA Interlocal Cooperation Agreement (the “First Addendum”), attached hereto, is hereby approved and the KyMEA Board hereby authorizes its Chairman and Secretary to execute the same on behalf of KyMEA.

**Section 3. Required Filings.** Upon the execution of the First Addendum, KyMEA’s legal counsel shall accordingly make the necessary filings as required by Section 65.242 of the Act