

RESOLUTION 23-06

A RESOLUTION AUTHORIZING THE DIRECTOR OF UTILITIES FOR THE CITY OF ORRVILLE TO EXECUTE A NEW MASTER SERVICES AGREEMENT WITH AMERICAN MUNICIPAL POWER-OHIO, INC., (AMP-Ohio) FOR THE PURCHASE AND/OR SALE OF ELECTRICAL POWER AND ASSOCIATED ENERGY AND OTHER SERVICES AVAILABLE FROM AMP-OHIO AND ITS AFFILIATED ENTITIES.

WHEREAS, the City of Orrville, Ohio (herein “ the City”) is a municipal entity formed and organized pursuant to the Constitution and laws of the State of Ohio that owns and operates a municipal electric system; and

WHEREAS, AMP-Ohio is a non-profit corporation engaged in the business of generating, transmitting, purchasing or otherwise providing low-cost electric power and energy and other technical services for the benefit of its municipal members which operate municipal electric systems; and

WHEREAS, the City is a member of AMP-Ohio and desires from time to time to take advantage of the services and benefits available to the members of said organization such as power supply and other technical services; and

WHEREAS, pursuant to Ordinance No. 1-87, the City has previously authorized and executed a Generic Agreement with AMP-Ohio which is currently in effect and sets forth the terms and conditions upon which AMP-Ohio provides services and benefits to the City; and

WHEREAS, the parties have negotiated a Master Service Agreement to replace the Generic Agreement which sets forth the terms and conditions upon which AMP-Ohio will provide services and benefits to the City into the future and to reflect among other things, changes in the electric industry since the execution of the Generic Agreement; and

NOW THEREFORE, BE IT RESOLVED by the Council of the City of Orrville, Ohio:

SECTION 1. That the form of the Master Service Agreement between AMP-Ohio and the City for the provision of services, substantially in the form attached hereto as “Exhibit A”, is approved;

SECTION 2. That the Director of Utilities is authorized and directed to execute a Master Service Agreement (and/or agreements), substantially in the form attached hereto as “Exhibit A”;

SECTION 3: The Generic Agreement is hereby terminated. However, any agreement(s) for the provision of services between the City and AMP-Ohio entered into under the Generic Agreement shall remain in full force and effect pursuant to such agreement’s terms and conditions and the terms and conditions of the Generic Agreement until the stated term of the General Agreement expires, but any Schedules or agreements for services entered into between

the City and AMP-Ohio after the effective date of the Master Services Agreement shall be subject to the terms and conditions of the Master Service Agreement.

SECTION 4: That it is found and determined that all formal actions of the Council relating to the adoption of this Resolution were adopted in an open meeting of this Council, and that all deliberations of this Council and any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements.

SECTION 5: This Resolution shall be in full force and effect at the earliest period provided by law.

Passed this _____ day of _____ 2006.

President of Council

Attest:

Clerk of Council

Approved:

Mayor

Date: _____