

RESOLUTION NO. 2022-27A

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF REPUBLIC COUNTY, KANSAS AUTHORIZING THE EXECUTION AND DELIVERY OF A DEVELOPMENT AGREEMENT, ROAD USE AGREEMENT, CONTRIBUTION AGREEMENT, AND DECOMMISSIONING AGREEMENT (COLLECTIVELY, THE “DEFINITIVE AGREEMENTS”) IN CONNECTION WITH THE DEVELOPMENT OF A PROPOSED WIND PROJECT COMMONLY REFERRED TO AS THE HIGH BANKS WIND PROJECT, AND APPROVING THE EXECUTION OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH.

Whereas, High Banks Wind, LLC, a Delaware limited liability company (“Developer”), intends to construct and operate a wind turbine (meaning with three blades) electrical generation facility project commonly referred to as the High Banks Wind Project, to be located on privately owned rural farmland or public right of way located within Republic County, Kansas (the “County”);

Whereas, Developer proposed to the Board of County Commissioners (the “Board”) of the County that the County enter into a Development Agreement, Road Use Agreement, Contribution Agreement, and Decommissioning Agreement (collectively, the “Proposed Definitive Agreements”) with Developer as part of Developer’s construction and operation of the High Banks Wind Project;

Whereas, since February 2022, the Board reviewed the initial proposal of the Proposed Definitive Agreements, educated themselves, sought advice, encouraged interested members of the public to also seek education and advice, invited public comment including sharing any professional or qualified advice or opinions obtained by any member of the public, each Board member reviewed and considered all input and information that he received, took phone calls and meetings, responded to emails, read the newspaper, asked many questions of Developer, and over the course of nine months almost every week listened to Public Forum input during weekly Board meetings and many times during Public Forum engaged with attendees and answered questions or obtained requested information from Developer all in an effort to aid the public vetting of the proposal;

Whereas, based on information gathered the Board requested improvements to benefit the County, to the initial High Banks Proposed Definitive Agreements, and High Banks improved its proposal to the form of the Proposed Definitive Agreements draft dated October 5, 2022, shared publicly on the County’s website and in the same manner as notices of Commission meetings are publicized, along with a public notice providing an additional 19 days for review and input (including that could be provided by any professional or qualified advisors to a member of the public);

Whereas, in response to the additional public input the Board requested improvements to benefit the County, to the Proposed Definitive Agreements draft dated October 5, 2022, and High Banks improved its proposal to the form of the versions attached as Exhibits A, B, C, and D (collectively, the “Definitive Agreements”); and

Whereas, upon being fully advised in the Board’s options to respond to the High Banks proposal, the Board voted 2-0, with 1 abstaining, that it is in the best interests of the County to enter into the Definitive Agreements.

Now, Therefore, Be It Resolved by the Board of County Commissioners of Republic County, Kansas:

Section 1. The forms of the Definitive Agreements attached as Exhibits A, B, C, and D are approved by the Board substantially in the forms attached and incorporated by reference, with such revisions and modifications thereto as shall be approved by the Board's Chairperson in consultation with the County's legal counsel and the Chairperson's execution of the same shall be conclusive evidence of such approval.

Section 2. The Board's Chairperson is hereby authorized and directed to execute and deliver the Definitive Agreements for, on behalf of, and as the act and deed of the County, and the County Clerk is hereby authorized to attest such execution on behalf of the County and to affix the County's seal thereto.

Section 3. The County shall, and the officials, employees, and agents of the County are hereby authorized and directed to take such actions, expend such funds, and execute such other documents, certificates, and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution and to carry out, comply with, and perform the County's duties and rights pursuant to the Definitive Agreements and any and all other documents and instruments authorized or approved hereby and thereby.

Section 4. This Resolution shall take effect and be in full force and effect from and after its Effective Date.

Adopted by the Board of County Commissioners of Republic County, Kansas this 24 day of October, 2022 (the "Effective Date" of this Resolution).

**BOARD OF COUNTY COMMISSIONERS
OF REPUBLIC COUNTY, KANSAS**



[Seal]

ATTEST:

Kathleen Marsicek
Kathleen Marsicek
Republic County Clerk

Doug Garman
Doug Garman
Republic County Commissioner, Chairperson

Melvin Jeardoe
Melvin Jeardoe
Republic County Commissioner

Approved as to Form:

Justin Ferrell
Justin Ferrell
County Attorney

Edwin Splichal
Republic County Commissioner