

RESOLUTION NO. _____

A RESOLUTION AUTHORIZING

TO BECOME A MEMBER OF SEVEN STATES POWER CORPORATION

WHEREAS, [Electric Cooperative] [Electric Plant Association] [Electric Membership Corporation] [Energy Cooperative] (herein the “Cooperative”) is a member of the Tennessee Valley Public Power Association, Inc. (“TVPPA”); and

WHEREAS, TVPPA has taken a leadership role in cooperative discussions with the Tennessee Valley Authority (“TVA”) to facilitate the development of a form of joint equity cooperative ownership by the TVPPA members of various power supply facilities and other means of energy efficiency and demand response options, some of which may be through amendments to the wholesale power contract with TVA; and

WHEREAS, TVPPA through its leadership has also been instrumental in creating and organizing Seven States Power Corporation (“Seven States”) in the form of a generation and transmission cooperative through which TVPPA members may become participating members so as to have the potential to participate in generation, transmission, energy efficiency, demand response services, and other services, and in the process create equity interests in the form of patronage member capital in Seven States; and

WHEREAS, the Cooperative remitted an initial payment to TVPPA as a TVPPA assessment to be used for the expenses of creating and operating Seven States, with a portion of such assessment to be a membership fee paid by TVPPA to Seven States for the Cooperative’s initial membership in Seven States; and

WHEREAS, to fully formalize its membership in Seven States, it is necessary that an application for membership be completed and submitted to Seven States as so authorized by the governing body with supervisory oversight of the Cooperative; and

WHEREAS, it is understood that membership in Seven States does not obligate the Cooperative to enter into any future wholesale power contract or other service contract with Seven States;

NOW, THEREFORE, BE IT RESOLVED that the [General Manager] [President] of the Cooperative be, and hereby is, authorized to make an application in behalf of the Cooperative for formal membership in Seven States so as to become a member thereof, and to comply with its bylaws.

ADOPTED this _____ day of _____, 2014.

Chairman

ATTEST:

Secretary