

RESOLUTION NO. 2382

RESOLUTION OF THE MAYOR AND COMMON COUNCIL OF THE TOWN OF WICKENBURG, MARICOPA AND YAVAPAI COUNTY, ARIZONA, APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF THE APACHE II RESALE AGREEMENT

WHEREAS, Southwest Public Power Agency, Inc. (“SPPA”) intends to enter into the Apache II Storage Class B Power Purchase Agreement (“Class B PPA”) and the Apache II Storage Class B Energy Storage Agreement (“Class B ESA”) to acquire the output of a photovoltaic and battery storage facility, which are currently subject to final negotiations between AEPCO and SPPA.

WHEREAS, the Town of Wickenburg, SPPA, and certain SPPA Members wish to enter into an agreement that enables SPPA to pass through a share of the benefits and obligations of the Class B PPA and Class B ESA to such participants, including the Town of Wickenburg.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and the Common Council of the Town of Wickenburg, Arizona that:

1. The Apache II Resale Agreement between Southwest Public Power Agency and Participants, (the “Apache II Resale Agreement”), between the Town of Wickenburg, SPPA, and the entities listed as participants in the Apache II Resale Agreement, as presented to the Mayor and the Common Council of the Town of Wickenburg, a copy of which is attached hereto as **Exhibit A**, is hereby approved.
2. The Town of Wickenburg affirms SPPA shall update the Class B PPA and Class B ESA as attached to the Apache II Resale Agreement upon final negotiation and execution by SPPA and AEPCO of those two agreements, in accordance with the Apache II Resale Agreement.
3. The appointed Director and Alternate Director of the Town of Wickenburg are authorized to execute the Apache II Resale Agreement with only such changes as approved by the signatory, in consultation with the Town of Wickenburg’s legal counsel. From and after the execution and delivery of the Apache II Resale Agreement, the officers of the Town of Wickenburg are hereby authorized and directed to perform all acts, execute and deliver all documents and to take such other steps necessary or convenient to implement and perform the provisions of the Apache II Resale Agreement.

Approved, passed, and adopted by the Mayor and Common Council of the Town of Wickenburg, Arizona, this 7th day of July 2025.

BG Bratcher, Mayor

ATTEST:

Amy Brown, Town Clerk

APPROVED AS TO FORM:

Trish Stuhan, Town Attorney
Pierce Coleman PLLC

CERTIFICATION

I HEREBY CERTIFY that the foregoing Resolution Number 2382 was duly passed and adopted by the Mayor and Common Council of the Town of Wickenburg, Arizona, at a regular meeting held on the 7th day of July 2025, and that a quorum was present at the meeting.

Amy Brown, MMC
Town Clerk

EXHIBIT A

Apache II Resale Agreement