

RESOLUTION NO. 2016-027

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF WARREN COUNTY, INDIANA APPROVING A ROAD USE AGREEMENT AND DECOMMISSIONING AGREEMENT WITH JORDAN CREEK WIND FARM, LLC AND CERTAIN OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Board of Commissioners of the Warren County, Indiana (the "Board") desires to benefit the health and general welfare of the citizens of Warren County, Indiana (the "County") and create opportunities for gainful employment and business opportunities within the County; and

WHEREAS, Jordan Creek Wind Farm, LLC (the "Company") is contemplating the development and construction of a wind-powered electric generating facility in the County, which shall consist of: (i) an initial phase that will have a nameplate generating capacity of approximately one hundred (100) megawatts of electricity ("Phase I"), and (ii) a second phase ("Phase II") and a third phase ("Phase III") that will have a combined nameplate generating capacity of up to approximately an additional two hundred (200) megawatts of electricity (Phase II and Phase III, each an "Additional Phase" and collectively, the "Additional Phases"); and

WHEREAS, upon the completion of Phase I, the Company will have invested approximately \$150,000,000 in equipment and real estate improvements in the County and create approximately three to five (3-5) long-term jobs; and

WHEREAS, upon the completion of the Additional Phases, the Company will have invested up to approximately \$200,000,000 in additional equipment and real estate improvements in the County; and

WHEREAS, the County and the Company have entered into an Economic Development Agreement, dated as of August 29, 2016 (the "Economic Development Agreement"), with respect to the Project; and

WHEREAS, as contemplated by the Economic Development Agreement, the Board desires to approve the execution of an Agreement for County Roads and Drains, between the County and the Company, a form of which has been presented to the Board on the date hereof (the "Road and Drain Agreement"), pursuant to which the County agrees to provide the use of certain roads to the Company and the Company agrees to repair and improve such roads and certain drainage improvements in the County; and

WHEREAS, the Board desires to approve the execution of a Decommissioning Agreement, between the County and the Company, a form of which has been presented to the Board on the date hereof (the "Decommissioning Agreement").

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of Warren County, Indiana, that:

1. The Board hereby finds that the execution and delivery of the Road and Drain Agreement are in the best interests of the County and its citizens. The Board is authorized and directed to execute the Road and Drain Agreement, in the name and on behalf of the County, and the Auditor of the County is hereby authorized and directed to attest the execution of such agreement, with such changes and modifications as such persons or the County Attorney deem necessary or appropriate to effectuate this Resolution, said persons' execution thereof to be conclusive evidence of the approval of such changes.

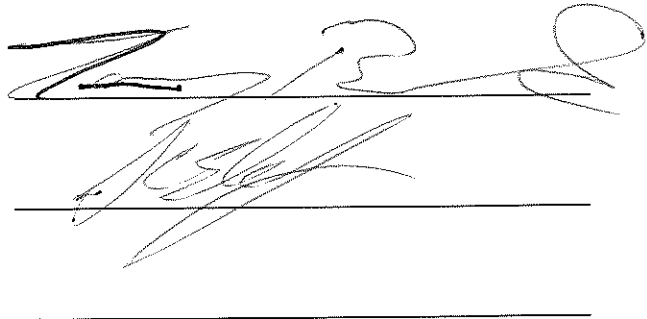
2. The Board hereby finds that the execution and delivery of the Decommissioning Agreement are in the best interests of the County and its citizens. The Board is authorized and directed to execute the Decommissioning Agreement, in the name and on behalf of the County, and the Auditor of the County is hereby authorized and directed to attest the execution of such agreement, with such changes and modifications as such persons or the County Attorney deem necessary or appropriate to effectuate this Resolution, said persons' execution thereof to be conclusive evidence of the approval of such changes.

3. The members of the Board, the County Council, the Auditor of the County, the legal counsel of the County, and other appropriate officers of the County are hereby authorized to take all such actions and execute all such instruments as are necessary or desirable to effectuate this Resolution.

4. This resolution shall be in full force and effect from and after its adoption.

DULY ADOPTED on this 11th day of October, 2016, by the Board of Commissioners of Warren County, Indiana.

BOARD OF COMMISSIONERS OF
WARREN COUNTY, INDIANA



Two handwritten signatures are present, each written over a horizontal line. The first signature is more stylized and cursive, while the second is more legible and appears to be a first name followed by a last name.

ATTEST:



A handwritten signature in cursive script, appearing to read "Alicia Weston Huber", is written over a horizontal line.

Warren County Auditor