



City of Conway, Arkansas
Resolution No. R-12-08

**A RESOLUTION AUTHORIZING THE MAYOR TO EXECUTE A MARKETING AGREEMENT AND AN
INTEGRATION AGREEMENT WITH ENERGY ARKANSAS, INC. AND THE
CO-OWNERS OF WHITE BLUFF AND INDEPENDENCE STEAM ELECTRIC STATIONS**

WHEREAS, Conway Corporation (the "Corporation") operates the electric system which serves the City of Conway (the "City") and its inhabitants; and

WHEREAS, the City owns a two-percent undivided interest in the White Bluff and Independence Steam Electric Stations (collectively, the "JOUs") with Entergy Arkansas, Inc. ("EAI") and others (the "Co-owners"); and

WHEREAS, the City, EAI and the Co-owners are parties to certain agreements related to the JOUs; and

WHEREAS, EAI is transferring control of its transmission assets to the Midwest Independent System Operator ("MISO"), a regional transmission organization (RTO), beginning on or near December 19, 2013; and

WHEREAS, the Corporation, EAI and Co-owners anticipate participation in the MISO Energy and Ancillary Services Market ("MISO Market") on and after that date; and

WHEREAS, the existing agreements for the JOUs do not contemplate operation in the MISO Market; and

WHEREAS, the Corporation, EAI and the Co-owners have negotiated a Marketing Agreement and an Integration Agreement (collectively, the "Agreements") which are designed to maximize the value of the JOUs to the Co-owners in an RTO environment,

NOW, THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:

Section One. That the Mayor, for and on behalf of the City of Conway, Arkansas, is hereby authorized to effect the execution of the Marketing Agreement and the Integration Agreement and other papers or documents that may be required for the carrying out of such authority.

Section Two. That the provisions of the Resolution are hereby declared to be separable and if a section, phrase or provision shall be declared invalid; such declaration shall not affect the validity of the remainder of the Resolution.

ADOPTED this 27th day of March, 2012.

Approved by:

Mayor Tab Townsell

Attest:

**Michael O. Garrett
City Clerk/Treasurer**