RESOLUTION 2021-010

RESOLUTION OF THE NEW MEXICO RENEWABLE ENERGY TRANSMISSION AUTHORITY APPROVING AND AUTHORIZING THE EXECUTION OF A DEVELOPMENT, ACQUISITION, LEASE AND SUB-EASEMENT AGREEMENT AND ADDITIONAL DOCUMENTS RELATED TO THE MORA LINE TRANSMISSION PROJECT; RATIFYING PRIOR ACTIONS CONSISTENT WITH THIS RESOLUTION AND REPEALING PRIOR INCONSISTENT ACTION; AND AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION AND RELATED MATTERS.

Capitalized terms used in the following recitals have the meaning defined in the following recitals and have such meaning when used in this Resolution unless the context requires otherwise.

WHEREAS, the New Mexico Renewable Energy Transmission Authority ("RETA") is charged with implementing the New Mexico Renewable Energy Authority Transmission Act, NMSA 1978, § 62-16A-1, et seq. (the "Act"), and, in connection therewith, facilitating eligible facilities (as defined in the Act) located entirely or in part within the State of New Mexico;

WHEREAS, RETA has determined that it is in furtherance of its statutory purpose to develop with Lucky Corridor, LLC, a Colorado limited liability company ("Lucky"), the Mora Line Transmission Project which will consist of approximately 114 miles of new transmission facilities built to connect Union County and northeastern New Mexico's wind and solar resource region to PNM's system at Las Vegas, New Mexico, traversing through Union, Colfax, Mora, and San Miguel Counties (the "Project"); and

WHEREAS, in connection with the development of the Project, RETA and Lucky will enter into a Development, Acquisition, Lease and Sub-Easement Agreement (the "Lease").

NOW, THEREFORE, BE IT RESOLVED, by the Governing Body of RETA, as follows:

Section 1. Definitions. In addition to the terms defined in the recitals to this Resolution, the following terms have the meanings given below:

"Additional Documents" means all documents constituting exhibits and annexes to the Lease and all updates and modifications of such documents as the Proper Officers deem necessary or appropriate and all other documents required to be executed pursuant to the Lease or otherwise related or incidental to the transactions contemplated thereby.

"Documents" means, collectively, the Lease and the Additional Documents.

"Governing Body" means the of Directors of RETA.

Section 2. Ratification. All actions heretofore taken, not inconsistent with the provisions of this Resolution, by RETA, its Governing Body, officers, employees and agents, related to the Project are hereby ratified, approved and confirmed.

Section 3. Findings. RETA declares that it has considered all relevant information and makes the following findings:

A. The Project is an "eligible facility" within the meaning of § 62-16A-2D NMSA 1978 of the Act.

B. The Project is needed to access New Mexico renewable energy resources.

C. The Project will transmit at least thirty (30%) percent renewable energy generated by wind power.

D. The Project is in the public interest.

Section 4. Approval of Project; Authorization and Execution of Documents.

A. The acquisition and development of the Project and the leasing of the Project to Lucky on the terms provided in the Lease are hereby approved. RETA hereby authorizes, empowers and directs each of the directors, officers and employees of RETA, and its counsel and advisors, to carry out or cause to be carried out, and to perform, such obligations of RETA and such other actions as they, in consultation with RETA's counsel and advisors, shall consider necessary or advisable in connection with the Project and the transactions described in the Documents.

B. The execution and delivery of the Documents in substantially the form submitted to the Governing Body and the consummation of the transactions and the performance of RETA's obligations contemplated thereunder are hereby authorized and approved. The Chairman of RETA or, in the absence of the Chairman, Noah Long, a member of the Governing Body of RETA (each a "Proper Officer"), any one of whom may act without the joinder of the other, are hereby authorized, empowered and directed, in the name and on behalf of RETA, to execute and deliver the Documents with such changes, insertions and omissions as any such Proper Officer, may deem necessary, appropriate or advisable, the execution and delivery of the Documents by any such Proper Officer with any changes, insertions or omissions thereto to be conclusive evidence that such Proper Officer deemed such changes to meet such standard.

Section 5. Severability Clause. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

Section 6. No Recourse and Liability. All covenants, stipulations, obligations and agreements of RETA contained in this Resolution, and in the documents hereby authorized, shall be deemed to be the covenants, stipulations, obligations and agreements of RETA, and all such covenants, stipulations, obligations and agreements shall be binding upon RETA, and, except as otherwise provided in this Resolution and such documents, all rights, powers and privileges conferred, and duties and liabilities imposed, upon RETA by the provisions of this Resolution, and in the documents hereby approved, shall be exercised or performed by RETA; provided that no covenant, stipulation, obligation or agreement herein contained or contained in any document hereby approved and authorized for execution shall be deemed to be a covenant, stipulation,

obligation or agreement of any officer, director, member, agent or employee of RETA in his or her individual capacity, and neither the members of RETA nor any officials executing the Documents shall be liable personally under the Documents.

Section 7. Inconsistent Prior Resolution; Effective Date. All orders, resolutions, or proceedings in conflict with provisions of this Resolution shall be, and the same hereby are, repealed, rescinded, and set aside, but only to the extent of such conflict. This Resolution shall become effective immediately upon the adoption hereof.

Section 8. Section Headings. The headings or titles to the several sections hereof shall be solely for the convenience of reference and shall not affect the meaning or construction, interpretation or effect of this Resolution.

The foregoing Resolution of the Governing Body of RETA was adopted and approved by RETA on November17, 2021.

Robert E. Busch
Chairman