

BILL NO. _____

RESOLUTION NO. _____

A RESOLUTION APPROVING AMENDMENTS TO THAT CERTAIN SOLAR PHOTOVOLTAIC INSTALLATION SITE LEASE BETWEEN THE CITY, AS LANDLORD, AND MCP-INDEPENDENCE II, LLC, AS TENANT; AND APPROVING A CONSENT AND AGREEMENT RELATED TO A SOLAR PHOTOVOLTAIC INSTALLATION POWER PURCHASE AGREEMENT, SOLAR PHOTOVOLTAIC INSTALLATION SITE LEASE AND INTERCONNECTION AGREEMENT WITH MCP-INDEPENDENCE II, LLC.

WHEREAS, the City has entered into the following agreements related to solar power production facilities located at 24451 East Bundschu Road and 2400 S Maywood Avenue in the City:

Solar Photovoltaic Installation Power Purchase Agreement dated as of July 10, 2017 between MCP-Independence II, LLC, as Seller, and the City, as Buyer;

Solar Photovoltaic Installation Site Lease dated as of November 21, 2017 between the City, as Landlord, and MCP-Independence II, LLC, as Tenant (the "Site Lease"); and

Independence Power and Light Department Small Generator Interconnection Agreement (SGIA) between Independence Power & Light, as Power System Owner, and MCP-Independence II, LLC, as Power Generator

(collectively, the "Solar Agreements"); and,

WHEREAS, the City desires to amend the Site Lease to alter the term and permit the Tenant to make certain collateral assignments of its interests under the Site Lease; and,

WHEREAS, MCP-Independence II, LLC has requested that the City consent to a collateral assignment and leasehold deed of trust of MCP-Independence II, LLC's interests under the Solar Agreements in order to facilitate MCP-Independence II, LLC's financing for the solar facilities; and,

WHEREAS, the Solar Agreements require that the City consent to such collateral assignment and leasehold deed of trust, and the Council now finds and determines that it is in the best interests of the City to approve the Consent and Agreement in substantially the form attached hereto as *Exhibit A* (the "Consent and Agreement").

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF INDEPENDENCE, MISSOURI, AS FOLLOWS:

SECTION 1. The City Council hereby approves Consent and Agreement in substantially the form attached hereto as *Exhibit A*.

SECTION 2. The City Council hereby approves First Amended Site Lease in substantially the form attached hereto as *Exhibit B*.

SECTION 3. The officers of the City, including the City Manager, the Finance Director and the City Clerk, are hereby authorized and directed to execute such documents and to take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution.

PASSED THIS ____ DAY OF _____, 2021, BY THE CITY COUNCIL OF THE
CITY OF INDEPENDENCE, MISSOURI.

Presiding Officer of the City Council
of the City of Independence, Missouri

ATTEST:

City Clerk

APPROVED AS TO FORM AND LEGALITY

City Counselor

REVIEWED BY:

City Manager

EXHIBIT A

CONSENT AND AGREEMENT

EXHIBIT A

FIRST AMENDED SITE LEASE