

VILLAGE OF DUPO, ILLINOIS

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ORDINANCE NO. 20-15

AN ORDINANCE APPROVING THE SECOND AMENDMENT TO THE SOLAR ENERGY  
POWER PURCHASE AGREEMENT BETWEEN SSI DEVCO, LLC AND THE VILLAGE OF  
DUPO, ILLINOIS.

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ADOPTED BY THE  
VILLAGE BOARD OF TRUSTEES  
OF THE  
VILLAGE OF DUPO, ILLINOIS  
THIS 8<sup>th</sup> DAY OF SEPTMEBER, 2020

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Published in pamphlet form by  
authority of the Village Board  
of Trustees of the Village of  
Dupo, St. Clair County, Illinois,  
this 8<sup>th</sup> day of September, 2020.

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**AN ORDINANCE APPROVING THE SECOND AMENDMENT TO THE SOLAR ENERGY POWER PURCHASE AGREEMENT BETWEEN SSI DEVCO, LLC AND THE VILLAGE OF DUPO, ILLINOIS**

**WHEREAS**, the Village of Dupo, St. Clair County, Illinois, (“Village”) is a duly created, organized and validly existing municipality of the State of Illinois under the 1970 Illinois Constitution and the laws of the State of Illinois, including particularly the Illinois Municipal Code, and all laws amendatory thereof and supplementary thereto; and

**WHEREAS**, a duly noticed public meeting was held in the Village of Dupo, Illinois at the Dupo Village Hall, 107 N. Second Street, on September 8, 2020 at 7:00 p.m., before the Village Board of Dupo, and such meeting was held remotely due to the Governor’s Executive Orders pertaining to the COVID-19 pandemic and pursuant to 5 ILCS 120/7(e)(4), and such allowed for remote attendance by the public and the Village Board; and

**WHEREAS**, the Village has approved a Solar Power Purchase Agreement from SSI DevCo, LLC, a Delaware Limited Liability Company, on October 7, 2019, for installation of a solar power generation facility which will supply electrical energy to the Village’s wastewater treatment facility located at 195 Coulter Road, Dupo, Illinois 62239; and

**WHEREAS**, the solar power purchase agreement contained a Section 6.02(d), where a date was established in which SSI was to have the solar array fully operational, with a Commercial Operation Date of on or before March 31, 2020 and a Revised Target Commercial Operation Date of May 31, 2020; and

**WHEREAS**, on March 9, 2020, both parties agreed to a new Commercial Operation Date of September 30, 2020 and a new Revised Target Commercial Operation Date of November 30, 2020.

**WHEREAS**, due to circumstances out of the control of both parties, a new Commercial Operation Date and a new Revised Target Commercial Operation Date is required; and

**WHEREAS**, both SSI and the Village have determined that Section 6.02(d) should be amended to reflect the soonest practical Commercial Operation Date and Revised Target Commercial Operation Date, which would be December 31, 2020 for the Commercial Operation Date and February 26, 2021 for the Revised Target Commercial Operation Date; and

**WHEREAS**, a copy of the proposed Second Amendment to the Solar Energy Power Purchase Agreement between the Village and SSI DevCo, LLC is attached hereto as **Exhibit A**; and

**WHEREAS**, the Board of Trustees for the Village of Dupo, Illinois has determined that it is in the best interest of the Village and its residents to amend the Site Lease Agreement for Solar Installation and Solar Energy Power Purchase Agreement with SSI DevCo, LLC.

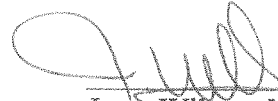
**NOW, THEREFORE, BE IT ORDAINED BY THE MAYOR AND THE VILLAGE BOARD OF TRUSTEES OF THE VILLAGE OF DUPO, ILLINOIS:**

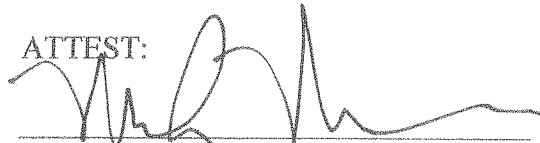
1. That the recitals set forth above in the preamble of this Ordinance are hereby incorporated into this Ordinance as recommendations of the Village Board of Trustees of the Village of Dupo, Illinois.
2. That the Village of Dupo, Illinois is authorized to amend the Solar Energy Power Purchase Agreement between the Village and SSI DevCo, LLC in that form contained in **Exhibit A** attached hereto.
3. That the Mayor, on behalf of the Village of Dupo Illinois, shall execute, and the Village Clerk shall seal, if necessary, the First Amendment to Solar Energy Power Purchase Agreement (**Exhibit A**) and such other documents necessary for the entering into said agreement.
4. That the Mayor and Village Clerk of the Village of Dupo, Illinois are authorized to provide any such additional information and take such additional action as may be required to accomplish the Solar Energy Power Purchase Agreement (**Exhibit A**).
5. It is hereby declared to be the intention of the Village Board that each and every part, section and subsection of this Ordinance shall be separate and severable from each and every other part, section and subsection hereof, and that the Village Board intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. If any part, section or subsection of this Ordinance shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accord with the legislative intent.

**PASSED** this 8<sup>th</sup> day of September, 2020 by the Village Mayor and the Village Board of Trustees of the Village of Dupo, St. Clair County, Illinois, and deposited and filed in the office of the Village Clerk in said Village on that date.

<u>Trustees</u>	<u>Aye</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstain</u>
Chris Ragsdale	X	_____	_____	_____
<del>Ben Kenner</del>		_____	_____	_____
James Smith	X	_____	_____	_____
Joe Basinski	X	_____	_____	_____
Ken Phillips	X	_____	_____	_____
Kerry Foster	X	_____	_____	_____

APPROVED AND PASSED by the Mayor of the Village of Dupu, Illinois this 8th day of September, 2020.

  
 \_\_\_\_\_  
 Jerry Wilson, Mayor  
 Village of Dupu, Illinois

ATTEST:  
  
 \_\_\_\_\_  
 MARK NADLER, VILLAGE CLERK  
 (SEAL)

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STATE OF ILLINOIS        )  
  ) SS  
COUNTY OF ST. CLAIR    )

**CERTIFICATE OF PUBLICATION**

I, Mark Nadler, certify that I am the duly elected and acting Village Clerk of the Village of Dupo, Illinois.

I further certify that on the 8<sup>th</sup> day of September, 2020, the Corporate Authorities of the Village of Dupo, Illinois, passed and approved Ordinance No. 20-15, entitled:

**AN ORDINANCE APPROVING AN AMENDMENT TO THE SOLAR ENERGY  
POWER PURCHASE AGREEMENT BETWEEN SSI DEVCO, LLC AND THE  
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which provided by its terms that it should be published in pamphlet form.

The pamphlet form of Ordinance No. 20-15, including the ordinance and a cover sheet thereof, was prepared, and a copy of such ordinance was posted in the Dupo Village Hall, commencing on March 9, 2019 and continuing for at least ten (10) days thereafter. Copies of such ordinance were also made available for public inspection upon request in the office of the Village Clerk.

DATED at Dupo, Illinois this 8<sup>th</sup> day of September, 2020.

  
MARK NADLER, Village Clerk

(SEAL)

STATE OF ILLINOIS        )  
  ) SS  
COUNTY OF ST. CLAIR    )

**CERTIFICATE OF TRUE COPY**

I, Mark Nadler, certify that I am the duly elected and acting Village Clerk of the Village of Dupu, Illinois, and as such I am the keeper of the books, records, files and corporate seal of said Village.

I do further certify that Ordinance No. 20-15, entitled:

**AN ORDINANCE APPROVING AN AMENDMENT TO THE SOLAR ENERGY  
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to which this certificate is attached, is a true, perfect, complete and correct copy of said ordinance as adopted at a regular meeting of the Dupu, Illinois Village Council held on the 8<sup>th</sup> day of September, 2020.

IN WITNESS WHEREOF, I have made and delivered this certificate for the uses and purposes hereinabove set forth this 8<sup>th</sup> day of September, 2020.

  
\_\_\_\_\_  
MARK NADLER, Village Clerk

(SEAL)

**SECOND AMENDMENT TO  
POWER PURCHASE AGREEMENT  
(Village of Dupo Solar Project)**

**THIS SECOND AMENDMENT** to the **POWER PURCHASE AGREEMENT** (this “**Second Amendment**”), dated as of August 28, 2020 (the “**Second Amendment Date**”), is made and entered into by and between **Village of Dupo, St. Clair County, Illinois**, a political subdivision and body politic of the State of Illinois (“**Purchaser**”) and **SSI DevCo, LLC**, a Delaware limited liability company (“**Seller**”). Purchaser and Seller are each referred to herein as a “**Party**” and collectively, as the “**Parties.**”

**WHEREAS**, the Parties entered into the Power Purchase Agreement (the “**PPA**”) on October 7, 2019, setting forth the terms and conditions of the purchase and sale of solar generated electric energy from the approximately 702.99 kW DC solar energy system located at 195 Coulter Road, Dupo, IL 62239 (the “**System**”);

**WHEREAS**, the Parties executed the First Amendment to Power Purchase Agreement (the “**First Amendment**”) on March 9, 2020; and

**WHEREAS**, the Parties wish to further amend the PPA to update the anticipated dates applicable to the System.

**NOW THEREFORE**, for valid consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Purchaser and Seller agree as follows:

1. Capitalized terms that are not otherwise defined herein shall have the meanings given to such terms in the PPA.
2. Section 6.2(d) of the PPA is hereby amended by deleting the reference to “September 30, 2020” and replacing it with “December 31, 2020”.
3. Section 6.2(d) of the PPA is hereby amended by deleting the reference to “November 30, 2020” and replacing it with “February 26, 2021”.
4. Except as modified by the First Amendment and this Second Amendment, the PPA shall remain in full force and effect in all other respects as it relates to the System.
5. The PPA the First Amendment and this Second Amendment constitute the entire agreement between the Parties regarding the subject matter contained herein.
6. This Second Amendment may be executed and delivered in any number of counterparts, each of which shall constitute an original but all of which are one and the same instrument.

*[signature page follows]*

**IN WITNESS WHEREOF**, the Parties have signed this Second Amendment to the PPA as of the Second Amendment Date.

**SSI DevCo, LLC:**

By: \_\_\_\_\_

Name: Scott Wiater  
Title: Authorized Signatory

**Village of Dupo, St. Clair County, Illinois:**

By:  \_\_\_\_\_

Name: Jerald Wilson  
Title: Mayor