



221 MAIN STREET  
P.O. BOX 930  
SUNDANCE, WY 82729-0930  
FAX: (307) 283-3527

200 GARNER LAKE ROAD  
P.O. BOX 937  
GILLETTE, WY 82718-0937  
FAX: (307) 682-0733

1095 BRUNDAGE LANE  
P.O. BOX 5087  
SHERIDAN, WY 82801-1387  
FAX: (307) 674-9018

1-800-442-3630

**Resolution 2013-05**  
**Fergus Electric Cooperative, Inc. Power Supply and Service**

WHEREAS, Powder River Energy Corporation has approved a cooperative outreach strategy; and

WHEREAS, Powder River Energy Corporation has worked to develop cooperative relationships with several Montana cooperatives in the previous year to determine outreach and support efforts that would support long term rate stability and provide economies of scale in those areas where support services may be utilized; and

WHEREAS, on July 26, 2013, Fergus Electric Cooperative, Inc. resolved to obtain a long-term power supply from Powder River Energy Corporation; and

WHEREAS, Fergus Electric Cooperative, Inc. also resolved to begin to collaborate in any areas of commonality of distribution cooperatives to reduce duplication, optimize resources, and gain strength in number and size to increase efficiency and thus provide high quality electric service more efficiently; and

WHEREAS, Basin Electric Power Cooperative has approved an interim power supply to provide power for Fergus and Mid-Yellowstone cooperatives entering into power supply contracts through Powder River Energy Corporation and Upper Missouri G&T, respectively

NOW THEREFORE BE IT RESOLVED, that Powder River Energy Corporation Board agrees to extend Fergus Class C membership in PRECorp pursuant to PRECorp Bylaws and to provide a power supply for Fergus Electric Cooperative, Inc. if they are allowed to exit Southern Montana G &T; and

BE IT FURTHER RESOLVED, that Powder River Energy Corporation agrees to collaborate with Fergus Electric Cooperative, Inc. on shared services to increase efficiency and provide high quality low cost electrical services in accordance with the Cooperative's Mission and Vision.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the seal of the Corporation this 23<sup>rd</sup> day of September, 2013.

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President

(Corporate Seal)

**SECRETARY'S CERTIFICATE**

I, Philip Habeck, do hereby certify that: I am the Secretary of Powder River Energy Corporation (hereinafter the "Corporation"); that the foregoing are the true and correct copies of resolutions duly adopted by the Board of Directors of the Corporation at a special meeting held September 23, 2013, and entered in the minute book of the Corporation; that the meeting was duly and regularly called and held in accordance with the bylaws of the Corporation; and that none of the foregoing resolutions have been rescinded or modified.

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Secretary