

RESOLUTION NO. 9876

AUTHORIZING THE REMOVAL OF ELECTRIC CITY POWER, INC. DIRECTORS IN ACCORDANCE WITH MONTANA CODE ANNOTATED (MCA), THE OFFICIAL CODE OF THE CITY OF GREAT FALLS, MONTANA (OCCGF), AND THE ARTICLES AND BY LAWS OF ELECTRIC CITY POWER, INC. (ELECTRIC CITY POWER); AND AUTHORIZING THE INITIATION OF THE PROCESS IN NOTIFICATION OF THE REMOVAL AND SUBSEQUENT APPOINTMENT OF MEMBERS OF THE CITY COMMISSION TO FILL THE VACATED POSITIONS

Recitals:

1. The electors of the City of Great Falls, Montana (the "City") on July 1, 1986, adopted a home rule charter with plenary self governing powers ("Self-Government Charter").
2. Pursuant to Ordinance No. 2861, the City created Electric City Power, Inc, to market and provide electric services to customers within the City in an effort to assure a steady supply of electrical energy and service, at as cost effective and efficient rates as possible.
3. Pursuant to Ordinance No. 2925, Amending Title 5, OCCGF, to include Chapter 20, the City approved the creation and organization of a non- profit corporation, Electric City Power, Inc. ("Electric City Power").
4. Pursuant to the provisions of the Montana Nonprofit Corporation Act, Title 35, Chapter 2, Montana Code Annotated, as amended, Electric City Power was established as a public benefit corporation, and an instrumentality of the City, to own, construct, finance, operate and maintain the properties, facilities, rights and interests comprising the City's municipal electric utility, all for and on behalf of the City.
5. Pursuant to adoption of Resolutions 9529 and 9530, the City Commission (the "Commission") of the City established the Articles of Incorporation and By-Laws of Electric City Power, respectively.

WHEREAS, the Commission of the City believes it is in the best interests of the City to remove the appointed Directors of the Electric City Power Board and replace said Directors with City Commissioners, and

WHEREAS, the procedures necessary to carry out such actions are outlined in MCA 35-2-422(2); OCCGF 5.20.120; and Article IV, Section 4.03 of the Electric City Power By-Laws, and

WHEREAS, such action requires a four-fifths vote of the Commission approving such action.

NOW, THEREFORE, BE IT RESOLVED by the Commission of the City, that the Directors of Electric City Power be removed and replaced in accordance with MCA, OCCGF, and Electric City Power Articles and By-Laws, and

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the removal become effective upon passage of this resolution, and written notice be sent to each Director and the Secretary of Electric City Power in regards to this action.

PASSED AND ADOPTED by the Commission of the City of Great Falls, Montana, on March 2, 2010.

---

Michael J. Winters, Mayor

ATTEST:

---

Lisa Kunz, City Clerk

(Seal of the City)

APPROVED FOR LEGAL CONTENT:

---

James W. Santoro, City Attorney