EXHIBIT "A"

MSE/IGA

MID-STATE ENERGY COMMISSION
INTERGOVERNMENTAL OPERATING AGREEMENT

DEFINITIONS

1. Byron:	City of Byron, Georgia, a municipal corporation, sometimes generically "City" or "Member."
2. Cochran:	City of Cochran, Georgia, a municipal corporation, sometimes generically "City" or "Member."
3. Hawkinsville:	City of Hawkinsville, Georgia, a municipal corporation, sometimes generically "City" or "Member."
4. Perry:	City of Perry, Georgia, a municipal corporation, sometimes generically "City" or "Member."
5. Warner Robins:	City of Warner Robins, Georgia, a municipal corporation, sometimes generically "City" or "Member."
6. Joint Charter Amendments:	Joint Charter Amendments adopted by each of the Cities pursuant to the home rule authority granted by the Ga. Const. art. IX, § II, ¶ II, and the Home Rule Act, OCGA 36-35-1 *et seq.*, creating the Mid-State Energy Commission.
7. Affiliate:	(i) any person directly or indirectly controlling, controlled by, or under common control with such person, (ii) any officer, director, or general partner of such person, or (iii) any person who is an officer, director, general partner, or trustee of any person described in clauses (i) or (ii) of this sentence. For purposes of this definition, the term "controls," "is controlled by," or "is under common control with" will mean the possession, direct or indirect, of the power to direct or cause the direction of the management and policies of a person or entity, whether through the ownership of voting securities, by contract or otherwise.
8. Board:	the Board of the Mid-State Energy Commission, which consists one (1) member from each City, the Mayor or a person appointed by the Mayor or City Commission of each City, members of which are "Commissioners."
9. Fiscal Year:	year ending September 30th, or such other fiscal year designated by the Board from time to time.
10. Mid-State Energy Commision:	a body corporate and politic to deemed to be a political subdivision of the State of Georgia and a public corporation, created by Joint Charter Amendments of Byron, Cochran,

	Hawkinsville, Perry, and Warner Robins on or about December 14, 2020, as amended from time to time, providing for ownership and operation of certain natural gas transmission facilities, also referred to as the "Commission."
11. Commission Property:	any and all property, whether real or personal, now or in the future owned by the Commission.
12. Commission TL:	Commission Property by which the Commission causes deliver of wholesale natural gas supply to the Cities.
13. Ownership Shares:	Each City's ownership share in the Commission as set forth in Exhibit A hereto.
14. Prudent Utility Practices:	any of the engineering and operating practices, methods and acts engaged in or accepted by a significant portion of the gas utility industry in the United States of America at the time the decision was made or any of the practices, methods and acts that, in the exercise of reasonable judgment in the light of the facts known at the time the decision was made, could have been expected to accomplish the desired result at the lowest reasonable costs consistent with reliability, safety and expedition.

RECITALS

1. Each City currently operates its own natural gas utilities to provide natural gas service to customers in its respective service delivery areas, except for Byron, the gas system of which is owned and operated by the Commission on behalf of the Cities.

2. The Commission currently operates its own natural gas utility to provide natural gas service within its service delivery area and transports natural gas to the Cities.

3. The Cities desire to formalize and update their joint action regarding their natural gas utilities with the Commission to reduce costs, to improve safety and efficiency, this Agreement amends and restates all prior agreements among the Cities regarding the Commission.

4. Ga. Const. art. IX, § III, ¶ I (a) allows cities to contract with one another for any period not exceeding 50 years for, *inter alia*, the joint or separate use of facilities or equipment, including the operation of a utility.

5. The Commission was created under the municipal home rule authority granted by the Ga. Const. art. IX, § II, ¶ II, and the Home Rule Act, OCGA 36-35-1 *et seq.*, of each of the cities, as exercised in each Cities' adoption of the Joint Charter Amendments, this Agreement further established the rights and obligations of the Cities respecting the Commission.

6. The Cities hereby confirm and designate that the Commission is an instrumentality of each in furtherance of their respective public purposes in accordance with Section 115 of the Internal Revenue Code.

7. The citizens, customers, and general public benefit from the above-described arrangements by lowering costs, improving safety, and increasing efficiency through joint operation of the Cities' and Cities' natural gas utilities.

8. This Agreement replaces the Partnership Agreement entered into by Cochran, Hawkinsville, Perry and Warner Robins on or about June 15, 1953, which duly formed Jointly Owned Natural Gas, as amended and supplemented, including by an Operating Agreement, dated as of September 18, 2000 and that certain Agreement of Merger, dated as of October 29, 2008, between Jointly Owned Natural Gas and Byron.

TERMS

In consideration of the recitals set forth above and the terms, covenants and other provisions below, and the payment of $10 consideration, each to the other, the receipt and sufficiency of which are hereby acknowledged, and under the authority granted by the Constitution and laws of Georgia, the parties agree as follows:

DURATION

a. The Commission was formed as a body corporate and politic to deemed to be a political subdivision of the State of Georgia and a public corporation, effective as of January 1, 2021, per the Joint Charter Amendments and upon the terms and conditions this Agreement. Such formation is hereby confirmed. The Cities will make all filings and disclosures required by, and will otherwise comply with, all such laws. The Cities will execute and file in the appropriate records any assumed or fictitious name certificates and other documents and instruments as may be necessary or appropriate with respect to the formation of, and conduct of business by, the Commission. The Recitals hereto are hereby incorporated herein as agreements, representations or warranties as applicable.

b. The term of this Agreement begins on January 1, 2021, and ends on January 1, 2071, unless terminated prior thereto. The Commission will continue until the winding up and liquidation of the Commission and its business is completed following a Liquidating Event, as provided herein.

PROPERTY AND EMPLOYEES, LOCATION

a. After execution of this Agreement, all employees of Byron, Cochran, Hawkinsville, Perry and Warner Robins, as designated by their respective Mayor and Council or City Commission, will remain in the same employment. Additionally, each City will retain title to all of its natural gas distribution facilities, except Byron as noted above. Likewise, Byron, Cochran, Hawkinsville, Perry and Warner Robins will retain title and possession of all vehicles and equipment of each respective city.

b. Any Commission Property will be owned by the Commission as an entity and no City will have any ownership interest in such Commission Property in its individual name or right. The Commission will hold all Commission Property in the name of the Commission and not in the name of any City.

c. The principal place of business of the Commission will be located at 200 Dunbar Rd., Byron, GA 31008 or at such other place in the State as may be approved by the Board.

MANAGEMENT OF COMMISSION

a. General Governance and Oversight. The general governance and oversight of the Commission will be exercised by its Board and is designated the authority by the Cities to adopt by-laws and operating procedures necessary for the effective operation of the Commission and to implement and carry out the provisions of this Agreement, including rates, terms and policies respecting its sale of goods and provision of services. Said Board will have the full discretionary power and authority to take any and all action and do anything and everything it deems necessary, appropriate, incidental, or convenient in performing its duties hereunder. Other than annually budgeted items, neither Chairperson nor Director (as defined herein below) will take any of the following actions without first obtaining the prior written approval of the majority of the Cities, which may be evidenced by resolution of the Board:

(i) Knowingly take any action in contravention of this Agreement;

(ii) Knowingly take any action that would make it impossible to carry on the ordinary business of the Commission, except as otherwise provided in this Agreement;

(iii) Confess a judgment against the Commission;

(iv) Dispose of the goodwill of the business of the Commission;

(v) Possess Commission Property, or assign rights in specific Commission Property, for any purpose other than a Commission purpose;

(vi) Cause or permit the Commission to acquire any equity securities in any City of any of its Affiliates;

(vii) Sell or otherwise dispose of all or substantially all of any Commission Property, except for liquidating sales of Commission Property in connection with the dissolution of the Commission;

(viii) Submit a claim or liability of the Commission to arbitration or reference; or

(ix) Assign any Commission Property in trust for creditors or on the assignee's promise to pay the debts of the Commission.

Each City covenants, except as otherwise provided in this Agreement, not to take any act without the approval of the Board that would have the effect of binding the Commission in any manner whatsoever.

b. Day-to-Day Operations.

(i) The Commission will hire employees and provide gas system operating and maintenance (O&M) services for the Commission Property and to the Cities on request on terms

specified by the Board. All actions not under the O&M contract (e.g. rate setting respecting each City-owned system and [eminent domain]) would be actions of the individual Cities.

(ii) The day-to-day operations of Commission, including the supervision and direction of its employees, will initially be managed and overseen on behalf of the Commission by a director, who is currently Wayne James (the "Director"). The Director will be experienced in the operation of natural gas facilities. Decisions to hire and fire employees of the Commission will be made by a majority vote of the Board upon recommendation by the Director.

c. Delegation of Authority. The Cities, by unanimous written consent, may delegate some or all of the management, governance, oversight, or day-to-day operational authority of the Commission to any person, persons, or entity of their choosing. Such delegation may take the form of a management agreement with the chosen third party. All current delegations remain in effect.

DUTIES AND OBLIGATIONS OF THE BOARD

a. The Board will cause the Commission to conduct its business and operations separate and apart from that of any City or Affiliates, including, without limitation, (i) segregating Commission assets and not allowing funds or other assets of the Commission to be commingled with the funds or other assets of, held by, or registered in the name of, any City or Affiliates, (ii) maintaining books and financial records of the Commission separate from the books and financial records of any Commission and Affiliates, and observing all Commission procedures and formalities, including, without limitation, maintaining minutes of Commission meetings and acting on behalf of the Commission only pursuant to due authorization of the Cities, (iii) causing the Commission to pay its liabilities from assets of the Commission, and (iv) causing the Commission to conduct its dealings with third parties in its own name and as a separate and independent entity.

b. The Board will have fiduciary responsibility for the safekeeping and use of all funds and assets of the Commission, whether or not in its immediate possession or control. The funds of the Commission will not be co-mingled with the funds of any other person and the Board will not employ, or permit any other person to employ, such funds in any manner except for the benefit of the Commission. The bank accounts of the Commission will be maintained in such banking institutions as are approved by the Board and withdrawals will be made only in the regular course of Commission business and as otherwise authorized in this Agreement on such signature or signatures as the Board may determine. The Board will take no action that will jeopardize Commission's status as an instrumentality of the Cities under Section 115 of the Internal Revenue Code.

ACCOUNTING, BOOKS AND RECORDS; REPORTS

a. Maintenance of Books and Records. The Commission will maintain at its principal place of business separate books of account for the Commission that will show a true and accurate record of all costs and expenses incurred, all charges made, all credits made and received, and all income derived in connection with the conduct of the

Commission and the operation of the Commission business in accordance with this Agreement.

b. Accounts/Methods.

(i) The Commission will use the cash method of accounting in preparation of its annual reports and for tax purposes and will keep its books accordingly.

(ii) All amounts payable under any agreement between the Commission on the one hand and the Cities or their Affiliates on the other hand (a) will be treated as occurring between the Commission and a person who is not a Member, (b) will be considered an expense or capital cost, as the case may be, of the Commission for income tax (to the extent applicable) and financial reporting purposes, and will not be considered a distribution to such City including, without limitation, in maintaining such City's Capital Account, and (C) will not be considered a contribution to the Commission, including, without limitation, in maintaining such City's capital account.

c. Access to Books, Records, Etc. Any City or any agents or representatives of such City, at the City's own expense and without notice to any other City, may examine, copy, and audit the books and records of the Commission and make copies of and abstracts from the financial and operating records and books of account of the Commission, and discuss the affairs, finances, and accounts of the Commission with the independent accountants of the Commission, all at such reasonable times and as often as such City or any agents or representatives of such City may reasonably request. The rights granted to a City per this Section are expressly subject to compliance by such City with the confidentiality procedures and guidelines of the Commission, as such procedures and guidelines may be established and/or amended from time to time.

d. Reports. Within 90 days after the end of each Fiscal Year, the Commission will provide each City with a copy of the balance sheet of the Commission as of the last day of such Fiscal Year, a statement of the Commission's cash flow for such Fiscal Year, a statement of income or loss for the Commission for such Fiscal Year, and a statement of the City Capital Accounts and changes therein for such Fiscal Year. Such statements will be reviewed by the Commission's accountants.

BANKING

All funds of the Commission will be deposited in the Commission's name, in such account or accounts with member banks of the FDIC as may be approved by the Chairperson, provided, however, that the Chairperson may elect to deposit all or a portion of the funds standing in the Commission reserves in interest-bearing accounts with, or apply such funds to purchase short-term interest-bearing investments issued or guaranteed as to payment by, such banks or other financial institutions that are members of the FDIC or the United States (or its agencies or instrumentalities). Withdrawals of funds from Commission accounts will be made on such signature or signatures as the Chairperson may approve from time to time.

MEETINGS OF THE COMMISSION; CONSENT

a. Commission Meetings.

(i) The Board is comprised of the Mayor or person appointed by the Mayor or City Commission of each City. The Chairperson of the Board will serve for twelve (12) months, on a rotating basis. Each Board member will have an equal vote. The Board will meet once monthly on a Board approved schedule unless more or less frequent meetings are deemed necessary by the Board or the Director. [Board members may receive reasonable compensation/expenses as may be approved by the Board from time to time].

(ii) Any Commissioner may call a meeting of the Commission. The call will state the nature of the business to be transacted. Notice of any such meeting will be given to all Commissioners not less than 10 business days nor more than 30 days prior to the date of such meeting. Commissioners may vote in person or by proxy at such meeting. Whenever the vote or consent of the Board is permitted or required under the Agreement, such vote or consent may be given at a Board meeting or may be given in accordance with the procedure prescribed below. The vote of a majority of the Board will control. Meetings may be called on 24 hours' notice to act on urgent matters.

b. For the purpose of determining the Commissioners entitled to vote on, or to vote at, any meeting of the Board or any adjournment thereof, the Commissioner(s) requesting such meeting may fix, in advance, a date as the record date for any such determination. Such date will not be more than thirty days or less than ten (10) business days before any such meeting.

c. Each City hereby authorizes its Board member representative to act for it by proxy on all matters, including waiving notice of any meeting, or voting or participating at a meeting. Every proxy must be signed either by the Commissioner or his attorney-in-fact. No proxy will be valid after the expiration of eleven (11) months from the date thereof unless otherwise provided in the proxy. Every proxy will be revocable at the pleasure of the Commissioner executing it.

d. Each Board meeting will be conducted by such person as the Chairperson may appoint pursuant to such rules for the conduct of the meeting as the Chairperson or such other person deems appropriate.

e. Consent. The Commission may take any action contemplated under this Agreement if approved by a majority of the Board. The Chairperson may require response to any request for approval within a specified time, but not less than 10 business days.

SHARING OF COSTS AND REVENUES

The Cities will use the Commission's credit and assets solely for the benefit of the Commission and no asset of the Commission will be transferred or encumbered for, or in payment of, any individual obligation of a City. After paying its costs and expenses, the Commission will distribute any profits to the Cities on an annual basis. Such distribution will be made to each City according to its Ownership Share set forth in Exhibit A hereto, as an annual return of profits or dividend, as shareholders of the Commission.

BILLING

Customer billing will be performed by the Commission for its service delivery area.

INSURANCE

The Cities agree that insurance will be maintained consistent with Prudent Utility Practices.

INDEPENDENT ACTIVITIES/TRANSACTIONS WITH AFFILIATES

a. Each City acknowledges that, except as specifically provided in this Section, the other Cities and their Affiliates are free to engage in any one or more other businesses or acquire other investments of any nature whatsoever and none of the Cities will have any rights by virtue of this Agreement or by virtue of being Members in or to said other businesses or investments or in or to the income or profits derived therefrom.

b. Nothing in this Agreement will be deemed to preclude any City, or any Affiliate of any City, from conducting its business in any manner it may elect, including, without limitation, entering into any transaction with any person affiliated in any way with such City or Affiliate of such City.

c. To the extent permitted by applicable law and except as otherwise provided in this Agreement, the Commission is authorized to purchase property from, sell property to, or otherwise deal with any City, acting on its own behalf, or any Affiliate of any City, provided that any such purchase, sale, or other transaction will be in the ordinary course of the Commission's business and will be made on terms and conditions that are no less favorable to the Commission than if the sale, purchase, or other transaction had been entered into with an independent third-party. The Cities agree that the Gas Supply Contracts and Supplemental Contracts to which the Commission, one or more Cities and the Municipal Gas Authority of Georgia (the service provider or lessor thereunder) satisfy this independent third-party standard and the Cities hereby authorize the Commission to enter into the documents referenced in this Section.

d. Except as otherwise provided, each City and any Affiliate thereof may also lend money to, borrow money from, act as a surety, guarantor, or endorser for, guarantee or assume one or more specific obligations of, provide collateral for, and transact other business with the Commission and, subject to other applicable law, has the same rights and obligations with respect thereto as a person who is not a Member, provided that, if a City acts as surety, guarantor, or endorser for a Commission obligation, such act will be at no cost to the Commission.

e. [Upon unanimous approval of the Board, the Commission may exercise its powers of eminent domain under the authority granted by the Ga. Const. art. IX, § II, ¶ V, and OCGA 22-3-140.]

f. [Upon unanimous approval of the Board, the Commission may borrow money and issue negotiable revenue bonds payable solely from funds pledged for that purpose and provide for

the payment of the same and for the rights of the holders thereof under the authority of and in conformance with the requirements of the Revenue Bond Law, OCGA 36-82-60 *et seq.*]

TERMINATION/DISSOLUTION

a. The Commission Ceases Operation. If upon termination all Cities desire the resumption of their own natural gas distribution systems, then the Commission and the Cities will work diligently to separate ownership of all Commission Property as follows: Commission territory, property and personnel will be divided equitably among the Cities, as agreed to by the Cities, with each receiving its Ownership Share of the value of all such assets of the Commission, after all debts and expenses have been paid. Any Commission employees may transfer to any City.

b. Binding Arbitration. If the Cities cannot agree on the above or any other dispute arises among any Cities regarding the Commission, the Cities will submit their dispute to binding arbitration for a resolution. If the Cities cannot mutually agree upon an arbitrator, then each will choose an arbitrator, and those arbitrators will select an arbitrator. The parties will arbitrate their dispute in accordance with the Georgia Arbitration Code (OCGA 9-9-1, *et seq.*) as applicable, with the stated outcome of any such arbitration being the equal division (by value) of all territory and assets of the Commission remaining after the transfer of each Cities' property and after payment of all debts and expenses of the Commission or the lawful and equitable resolution of any other dispute submitted to arbitration.

WINDING UP; LIQUIDATION

a. Upon a unanimous decision of the Cities to terminate operation of the Commission, the Commission will continue solely for the purpose of winding up its affairs in an orderly manner, liquidating its assets, and satisfying the claims of its creditors and Cities (a "Liquidating Event"). No City will take any action that is inconsistent with, or not necessary to or appropriate for, winding up the Commission's business and affairs. To the extent not inconsistent with the foregoing, all covenants contained in this Agreement and obligations provided for in this Agreement will continue to be fully binding on the Cities until such time as the Commission Property has been distributed pursuant to this Section and the Commission has terminated.

b. The Cities (or any person elected for this purpose by the Cities) will be responsible for overseeing the winding up and liquidation of the Commission, will take full account of the Commission's liabilities and Commission Property, will cause the Commission Property to be liquidated as promptly as is consistent with obtaining the fair value thereof, and will cause the proceeds therefrom, to the extent sufficient therefor, to be applied and distributed in the following order:

(i) First, to creditors other than Cities in satisfaction of all of the Commission's debts and liabilities to such creditors other than liabilities for which reasonable provision for payment has been made and liabilities for distributions under the Act;

(ii) Second, to the Cities in satisfaction of all Commission debts and liabilities to Cities other than liabilities for which reasonable provision for payment has been made; and

(iii) The balance, if any, to the Cities, in accordance with their positive capital accounts, after giving effect to all contributions, distributions, and allocations for all periods.

Unless otherwise agreed upon or ordered per Arbitration, each City will look solely to the assets of the Commission for the return of its capital contributions and will have no right or power to demand or receive property other than cash from the Commission. No City will have priority over any other City as to the return of its capital contributions, distributions, or allocations.

c. The Cities will receive any additional compensation for any services performed pursuant hereto. Each City agrees that by accepting the provisions of this Section setting forth the priority of the distribution of the assets of the Commission to be made upon its liquidation, such City expressly waives any right that it, as a creditor of the Commission, might otherwise have under the Act to receive distributions of assets *pari passu* with the other creditors of the Commission in connection with a distribution of assets of the Commission in satisfaction of any liability of the Commission, and hereby subordinates to said creditors any such right.

d. If a Liquidating Event occurs or an event occurs that would result in a dissolution of the Commission, the Commission will, within 30 days thereafter, (i) provide written notice thereof to each of the Cities and to all other parties with whom the Commission regularly conducts business, and (ii) publish notice of such dissolution in a newspaper of general circulation in each place in which the Commission regularly conducts business.

MISCELLANEOUS PROVISIONS

a. Payments. Any payments due under this Agreement will be paid within 30 days of the submission of an invoice or bill.

b. Assignment. This Agreement may not be assigned without the written consent of the non-assigning Cities and an agreement by any assignee to be bound by all terms and provisions herein.

c. Merger and Integration. This Agreement constitutes the entire agreement between the parties and contains all the agreements between them with respect to the subject matter hereof. This Agreement will not be modified or amended except by written instrument executed by or on behalf of the parties in the same manner in which this Agreement is executed. Unless otherwise specified herein, this Agreement supersedes any and all other agreements or contracts, either oral or written, between the Cities with respect to the subject matter hereof.

d. Modification. Except as otherwise specifically provided, the terms and conditions of this Agreement may only be amended by mutual agreement of the parties, in writing, signed by both, and entered into the minutes of each during a public meeting.

e. Severability. The invalidity or unenforceability of any particular provision of this Agreement will not affect its other provisions, and this Agreement will be construed in all respects as if such invalid or unenforceable provisions had been omitted.

f. Binding Successors. This Agreement will be binding upon each City, together with its respective successors and assigns.

g. Jurisdiction, Venue, and Choice of Law. This Agreement will be construed and enforced under and in accordance with the laws of the State of Georgia. Venue and jurisdiction for all disputes arising in any way out of this Agreement will be in the Superior Court of Bibb

County, Georgia, and all parties consent to jurisdiction and venue therein and waive any objections they may have, now or in the future, thereto.

h. Notice. All notices, requests, demands or other communications required or permitted to be given hereunder will be in writing and will be addressed and delivered to each City at the addresses set forth below. Notice given under this Agreement is deemed to have been received within three (3) days of the postmark on the letter in which it is contained, and a photocopy of the envelope in which the notice was sent, or on the date shown on any e-mail delivery receipt and such receipt will be deemed as sufficient proof thereof. Rejection or other refusal to accept or inability to deliver because of the changed address of which proper notice was not given will be deemed to be receipt of the notice, request, demand or other communication. By giving prior written notice thereof, any City may from time to time and at any time change its address for notices hereunder.

i. Duty to Cooperate. On and after the date of this Agreement, each City will, at the request of any other City, make, execute and deliver or obtain and deliver all instruments and documents and will do or cause to be done all such other things which any City may reasonably require to effectuate the provisions and intentions of this agreement. The Cities agree to discuss and negotiate in good faith to resolve any issues addressed in the modifications or amendments as proposed.

j. Time of Essence. Time is and will be of the essence of this Agreement.

k. No Waiver. No failure of any City to exercise any power given under this Agreement or to insist upon strict compliance with any obligation specified in this Agreement, and no custom or practice at variance with the terms of this agreement, will constitute a waiver of any City's right to demand exact compliance with the terms of this agreement.

l. Construction. This Agreement will be construed without regard to who drafted the various provisions hereof. Each provision of this Agreement will be construed as though all the parties participated equally in its drafting. Consequently, the Cities acknowledge and agree that any rule of construction that a document is construed against the drafting party will not be applicable to this Agreement.

m. Counterparts. This Agreement may be executed in several counterparts and in duplicate originals, each of which will constitute an executed original, and it will not be necessary that each party execute each counterpart if each party has executed at least one counterpart of this Agreement either by writing or by facsimile.

n. Third Party Beneficiary. During any period that the Commission or any City has a contractual relationship in effect with the Municipal Gas Authority of Georgia ("Gas Authority"), the Gas Authority will be a third party beneficiary of this Agreement and it may not be amended, modified or supplemented in a manner detrimental to the Gas Authority without its prior written consent.

o. Commission Territory. No City will provide natural gas service within 1/2 mile of any Commission TL except in cases where such Commission TL is within the City(s). If a City expands its corporate limits by annexation into an area already being served natural gas by the Commission, that area will continue being served by the Commission.

p. Gas Supply. Each City which operates a gas distribution system independent of the Commission is responsible for securing its individual gas supply for resale within such distribution system. The Commission is responsible for securing its gas supply for resale within the Commission's distribution system.

q. Taps. Any City that encounters a need to take gas supply from a section of the Commission's natural gas lines in order to serve the gas needs within their city limits, beyond the protective corridor, will be allowed to do so, provided that such City bear all costs associated with the necessary tap, including the necessary meter and telemetry equipment. The City(s) would maintain annual meter proofing, or more often if necessary. A limit of 4 taps by a City will be allowed. In the future, should additional taps be needed, the Board will approve, or disapprove, such additional taps on a case by case basis.

r. Nature of Obligation. The Cities agree that the amounts payable hereunder will be paid by each City as an expense of operation and maintenance of such City's gas system.

s. Commission Rate Covenant. The Board will cause the Commission to establish, maintain and collect rates and charges for its goods and services and use of Commission Property so as to provide revenues sufficient, together with available gas system reserves, to enable the Commission to pay: (a) all of Commission's lawful payment obligations, and (b) all other lawful charges against or liens on, the revenues of Commission Property.

t. City Rate Covenant. Each City operating a gas distribution system will establish, maintain and collect rates and charges for the gas service of its gas system so as to provide revenues sufficient, together with available gas system reserves, to enable such City to pay: (a) all amounts payable to the Commission by such City, and (b) all lawful charges against or liens on, the revenues of such City's gas system.

[Signature pages follow]

IN WITNESS WHEREOF, the parties herein have hereunto set their hands and seals, in counterparts, the day and year set forth herein.

Approved this 14th day of December, 2020.

FOR BYRON:

CITY OF BYRON, GEORGIA

Attest:

Telina Allred, City Clerk

(SEAL)

Mayor:

Michael L. Chidester

Approved as to form:

City Attorney

Approved this ____ day of _____, 2020.

FOR COCHRAN:

CITY OF COCHRAN, GEORGIA,
Acting by and through its Mayor and Council

Mayor

Approved as to form:

City Attorney

(SEAL)

Attest: Clerk

EXHIBIT "A"

City of Byron

#2020-8

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF BYRON BY ADDING A NEW SECTION IMMEDIATELY FOLLOWING ARTICLE VII, SECTION 7.10-7.17 – GENERAL PROVISIONS, TO BE DESIGNATED AS ARTICLE VIII, SECTIONS 1-4 – JOINT VENTURES AND AUTHORITIES, SO AS TO PROVIDE FOR ADDITIONAL POWERS, DUTIES, AND AUTHORITY OF THE CITY COUNCIL OF THE CITY OF BYRON, GEORGIA WITH RESPECT TO A JOINT UTILITY COMMISSION; TO REPEAL ALL OTHER ACTS AND ORDINANCES IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, the City of Byron, Georgia, a municipal corporation of the State of Georgia (the "City"), operates pursuant to the Constitution and laws of the State of Georgia and its Charter, approved February 13, 1941, as amended; and

WHEREAS, the City has now determined that it is necessary to make certain amendments to its Charter pursuant to its home rule powers granted pursuant to Article IX, Section II, Paragraph II of the Constitution of the State of Georgia and O.C.G.A. Section 36-35-1 through 36-35-7; and

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Byron, Georgia, and IT IS HEREBY ORDAINED, by the authority of the same, as follows:

Section 1. The Charter of the City of Byron, Georgia, which was established by an Act creating a new Charter for the City of Byron, Georgia, approved on February 13, 1941, as amended, is hereby amended by adding new sections to read as follows:

Section 1.10. Title: Mid State Energy Commission Act.

Section 1.20. Definitions.

(a) The word "Cities" means, collectively, the City of Byron, Georgia, the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia.

(b) The word "Commission" means the Mid-State Energy Commission created by Section 4 of this act.

(c) The word "JONG" means Jointly Owned Natural Gas, a partnership created by written agreement between the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia on or about January 15, 1953, as amended from time to time.

(d) The word "project" means all "undertakings" under the Revenue Bond Law, including without limitation, the acquisition and construction of all necessary and usual facilities for the obtaining of one or more sources of natural gas supply and the distribution and sale of natural gas to users and consumers, including counties and municipalities for the purpose of resale, inside and outside the territorial boundaries of the Cities and the operation, maintenance, additions, improvements, and extensions of such facilities so as to assure an adequate natural gas utility system deemed by the Commission necessary or convenient for the efficient operation of such type of undertaking.

(e) The terms "revenue bonds" and "bonds," as used in this act, means revenue bonds as defined and provided for in Article 3 of Chapter 82 of Title 36 of the O.C.G.A., known as the "Revenue Bond Law," as amended, and such type of obligations may be issued by the Commission as authorized under the "Revenue Bond Law" and, in addition, shall also

mean obligations of the Commission, the issuance of which are hereinafter specifically provided for in this act.

(f) The word "service area" means any area within or without the Cities, includes without limitation, the area served jointly by the Cities or by JONG, and all other areas to the extent such areas are not currently served by another gas utility.

Section 1.30. Purpose of Commission.

Without limiting the generality of any provisions of this act, the general purpose of the Commission is declared to be that of effecting efficient intergovernmental projects among the Cities, including, without limitation, acquiring an adequate source or sources of natural gas and thereafter the distribution of same to the natural gas systems of current and future customers; but such general purpose shall not restrict the Commission from selling and delivering natural gas directly to consumers in those areas where neither any county nor any municipality deems it desirable or feasible to furnish natural gas; nor shall it restrict the Commission from selling and delivering natural gas to counties which do not adjoin the Cities or to municipalities located therein. The Commission is intended to replace JONG as its successor-in-interest.

Section 1.40. Commission created; members; terms; eligibility; officers; quorum; compensation.

(a) There is hereby created a body corporate and politic to be known as the Mid-State Energy Commission which shall be deemed to be a political subdivision of the State of Georgia and a public corporation and by that name, style, and title, said body may contract and be contracted with, sue and be sued, implead and be impleaded, complain and defend in all courts of law and equity. The Commission shall be deemed a subordinate entity of each and all of the Cities.

(b) The Commission shall consist of five (5) members who shall be determined and selected as follows:

(1) One member shall be the Mayor or a person appointed by the Mayor of the City of Byron, Georgia;

(2) One member shall be the Mayor or a person appointed by the Mayor of the City of Cochran, Georgia;

(3) One member shall be a person appointed by the City Commission of the City of Hawkinsville, Georgia;

(4) One member shall be the Mayor or a person appointed by the Mayor of the City of Perry, Georgia;

(5) One member shall be the Mayor or a person appointed by the Mayor of the City of Warner Robins, Georgia.

(c) The members shall serve at the pleasure of the respective appointing Mayor or City Commission and each Mayor or City Commission shall have the right and authority to remove any member from the Commission and to appoint replacements as may be required to fill vacancies.

(d) No person shall hold the office of Commission member if that person is ineligible for such office pursuant to O.C.G.A. § 45-2-1 or any other general law.

(e) The Commission shall elect one of its members as chairman and another as vice chairman. The Commission may also select a secretary

and treasurer, who need not necessarily be members of the Commission. Three (3) members of the Commission shall constitute a quorum. No vacancy on the Commission shall impair the right of the quorum to exercise all the rights and perform all the duties of the Commission.

(f) The members of the Commission shall each be entitled to compensation for their services at a rate periodically reviewed and set by the Commission, payable monthly. All such compensation payable by the Commission shall be in addition to any compensation otherwise payable to any member of the Commission by any municipality or county by virtue of any municipal or county elective office held by such member. All members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties. No reimbursement or payment shall be made by the Commission for travel, meal, or entertainment expenses for members of the Commission unless on each occasion the incurring of such expenses for the same are approved in advance by the Commission at one of its public meetings. The Commission shall have perpetual existence.

Section 1.50. General powers.

(a) The Commission shall have all powers necessary or convenient to carry out and effectuate the purpose and provisions of this article including, but without limiting the generality of the foregoing, the power:

(1) to have a seal and alter the same at pleasure;

(2) to acquire by purchase, lease or otherwise, and to hold, lease and dispose of real and personal property of every kind and character for its corporate purposes;

(3) to acquire in its own name by purchase, on such terms and conditions and in such manner as it may deem proper, or by condemnation in accordance with the provisions of any and all existing laws applicable to the condemnation of property for public use, real property or rights of easements therein or franchises necessary or convenient for its corporate purposes, and to use the same so long as its corporate existence shall continue and to lease or make contracts with respect to the use of or dispose of the same in any manner it deems to the best advantage of the Commission, the Commission being under no obligation to accept and pay for any property condemned under this act except from the funds provided under the Commission of this act, and in any proceedings to condemn, such orders may be made by the court having jurisdiction of the suit, action or proceedings as may be just to the Commission and to the owners of the property to be condemned, and no property shall be acquired under the provisions of this act on which any lien or other encumbrance exists, unless at the time such property is so acquired a sufficient sum of money be deposited in trust to pay and redeem the fair value of such lien or encumbrance; and if the Commission shall deem it expedient to construct any project on any other lands the title to which shall then be in the State of Georgia, the governor is hereby authorized to convey, for and in behalf of the state title to such lands to the Commission upon payment to the state treasurer for the credit of the general fund of the state of the reasonable value of such lands, such value to be determined by three (3) appraisers to be agreed upon by the governor and the chairman of the Commission;

(4) to appoint, select and employ, officers, agents and employees, including engineering, architectural and construction experts, fiscal agents and attorneys, and fix their respective compensations;

(5) to make contracts, leases and to execute all instruments necessary or convenient, including contracts for construction of projects and leases of projects or contracts with respect to the use of projects which it causes to be erected or acquired, and any and all persons, firms and corporations and any and all political subdivisions, departments, institutions or agencies of the state are hereby authorized to enter into contracts, leases or agreements with the Commission upon such terms and for such purposes as they deem advisable; and without limiting the generality of the above, authority is specifically granted to municipal corporations and counties and to the Commission to enter into contracts, lease agreements, or other undertakings relative to the furnishing of natural gas and related services and facilities by the Commission to such municipal corporations and counties for a term not exceeding 50 years, including, but not limited to, the operation and maintenance of natural gas systems owned by the Cities;

(6) to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage projects, as hereinabove defined; the cost of any such project to be paid in whole or in part from the proceeds of revenue bonds of the Commission or from such proceeds and any grant from the United States of America or any agency or instrumentality thereof;

(7) to accept loans and/or grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may impose;

(8) to borrow money for any of its corporate purposes and to issue negotiable revenue bonds payable solely from funds pledged for that purpose, and to provide for the payment of the same and for the rights of the holders thereof;

(9) to exercise any power usually possessed by private corporations performing similar functions, which is not in conflict with the constitution and laws of this state; and

(10) to do all things necessary or convenient to carry out the powers expressly given in this act.

Section 1.60. Conversion from JONG.

(a) Without limiting the foregoing in any way, the Commission shall have all the powers formerly delegated to JONG by the Cities.

(b) The Cities hereby delegate to the Commission all power to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage any real or personal property owned by JONG.

(c) The Cities shall prescribe rules and regulations for the operation of the Commission by intergovernmental agreement.

Section 1.70. Rates, charges and revenues; use.

The Commission is hereby authorized to prescribe and fix and collect rates, fees, tolls or charges, and to revise from time to time and collect such rates, fees, tolls or charges for the services, facilities or

commodities furnished, and in anticipation of the collection of the revenues of such undertaking or project, to issue revenue bonds as herein provided to finance in whole or in part the cost of the acquisition, construction, reconstruction, improvement, betterment or extension of the natural gas utility system, and to pledge to the punctual payment of said bonds and interest thereon, all or any part of the revenues of such undertaking or project, including the revenues of improvements, betterments or extensions thereto thereafter made.

Section 1.80. Tax exempt status.
The properties of the Commission, both real and personal, are declared to be public properties used for the benefit and welfare of the people of the State of Georgia, and not for purposes of private or corporate benefit and income, and such properties and the Commission shall be exempt from all taxes and special assessments of any city, county, or the state or any political subdivision thereof.

Section 1.90. Liberal construction of act.
This act, being for the welfare of various political subdivisions of the state and its inhabitants, shall be liberally construed to affect the purposes hereof.

Section 1.91. Effect of partial invalidity of act.
The provisions of this act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the remaining provisions.

Section 1.92. The Commission, or any Commission or body which had or which may in the future succeed to the powers, duties and liabilities vested in the Commission created hereby, shall have power and is hereby authorized at one time, or from time to time, to provide by resolution for the issuance of negotiable revenue bonds in a sum determined by the Commission for each issuance and a total sum for cumulative issuances outstanding at any one time of the Commission for the purpose of paying all or any part of the cost as herein defined of any one or more projects. The principal and interest of such revenue bonds shall be payable solely from the special fund herein provided for such payment. The bonds of each issue shall be dated, shall bear interest at such rate or rates not exceeding the interest allowed by the Revenue Bond Law as now provided or may hereinafter be provided by amendment thereto, payable semi-annually, shall mature at such time or times not exceeding 40 years from their date or dates, shall be payable in such medium of payment as to both principal and interest as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission, at such price or prices and under such terms and conditions as may be fixed by the Commission in the resolution providing for the issuance of the bonds.

Section 2. All portions of the Charter or amendments thereto or all ordinances in conflict herewith be and the same are hereby repealed.

Section 3. If any part of this ordinance shall be declared void, it is the intent and the purpose hereof that all other provisions not so declared void shall remain in full force and effect.

Section 4. The Clerk of the City is hereby authorized and directed to cause a notice, a copy of which is attached hereto as Exhibit "A" and hereby incorporated by reference, to be published in the ***The Leader Tribune*, Fort Valley, Georgia** the official newspaper in which Sheriff's advertisements are published in Peach County, in which the City is located, once a week for three weeks within a period of sixty days immediately preceding the day of the final adoption of this ordinance. The Clerk of the City is also hereby authorized and directed to cause the publisher of the ***The Leader Tribune*** to execute an affidavit of such publication.

This ordinance was introduced and read at a lawful meeting of the Council of the City of Byron held on October 12, 2020 and read the second time, passed, and adopted in like meeting held on December 14, 2020.

CITY OF BYRON, GEORGIA

[SEAL]

Attest:

Telina Allred, City Clerk

Michael L. Chidester, Mayor

Michael S. Chumbley, Mayor Pro-Tem

James Richardson, Council Member

Rusty Adams, Council Member

(absent)

Alan C. Dorsey, Council Member

Christopher C. Hodges, Council Member

CLERK'S CERTIFICATE

NOW COMES the undersigned Clerk of the City of Byron, Georgia (the "City"), keeper of the records and seal thereof, and certifies that the foregoing pages of typewritten matter constitute a true and correct copy of an Ordinance duly adopted by the City in a public meeting properly and lawfully assembled on December 14, 2020, in compliance with Official Code of Georgia Annotated Section 50-14-1, which meeting was open to the public and at which a quorum was present and acting throughout, the original of which Ordinance has been entered in the official records of the City and is in my official possession, custody and control and that such Ordinance is in full force and effect as of the date herein below set forth.

This 14th day of December, 2020.

[SEAL]

Telina Allred, City Clerk

EXHIBIT "A"

City of Cochran

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF COCHRAN BY ADDING A NEW SECTION IMMEDIATELY FOLLOWING SECTION 633, TO BE DESIGNATED AS SECTION 6.34, SO AS TO PROVIDE FOR ADDITIONAL POWERS, DUTIES, AND AUTHORITY OF THE CITY COUNCIL OR COMMISSION OF THE CITY OF COCHRAN, GEORGIA WITH RESPECT TO A JOINT UTILITY COMMISSION; TO REPEAL ALL OTHER ACTS AND ORDINANCES IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, the City of Cochran, Georgia, a municipal corporation of the State of Georgia (Cochran), operates pursuant to the Constitution and laws of the State of Georgia and its Charter, approved April 11, 2012, as amended; and

WHEREAS, the City has now determined that it is necessary to make certain amendments to its Charter pursuant to its home rule powers granted pursuant to Article IX, Section II, Paragraph II of the Constitution of the State of Georgia and O.C.G.A. Section 36-35-1 through 36-35-7; and

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Cochran, Georgia, and IT IS HEREBY ORDAINED, by the authority of the same, as follows:

Section 1. The Charter of the City of Cochran, Georgia, which was established by an Act creating a new Charter for the City of Cochran, Georgia, approved on April 11, 2012, as amended, is hereby amended by adding a new sections to read as follows:

> "Section 6.34. Title. This may be cited as the "Mid-State Energy Commission Act."
>
> Section 6.34 (1). Definitions.
> (a) The word "Cities" means, collectively, the City of Byron, Georgia, the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia.
> (b) The word "Commission" means the Mid-State Energy Commission created by [Section 4] of this act.
> (c) The word "JONG" means Jointly Owned Natural Gas, a partnership created by written agreement between the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia on or about January 15, 1953, as amended from time to time.
> (d) The word "project" means all "undertakings" under the Revenue Bond Law, including without limitation, the acquisition and construction of all necessary and usual facilities for the obtaining of one or more sources of natural gas supply and the distribution and sale of natural gas to users and consumers, including counties and municipalities for the purpose of resale,

inside and outside the territorial boundaries of the Cities and the operation, maintenance, additions, improvements, and extensions of such facilities so as to assure an adequate natural gas utility system deemed by the Commission necessary or convenient for the efficient operation of such type of undertaking.

(e) [The terms "revenue bonds" and "bonds," as used in this act, means revenue bonds as defined and provided for in Article 3 of Chapter 82 of Title 36 of the O.C.G.A., known as the "Revenue Bond Law," as amended, and such type of obligations may be issued by the Commission as authorized under the "Revenue Bond Law" and, in addition, shall also mean obligations of the Commission, the issuance of which are hereinafter specifically provided for in this act.]

(f) The word "service area" means any area within or without the Cities, includes without limitation, the area served jointly by the Cities or by JONG, and all other areas to the extent such areas are not currently served by another gas utility.

Section 6.34 (2). Purpose of Commission. Without limiting the generality of any provisions of this act, the general purpose of the Commission is declared to be that of effecting efficient intergovernmental projects among the Cities, including, without limitation, acquiring an adequate source or sources of natural gas and thereafter the distribution of same to the natural gas systems of current and future customers; but such general purpose shall not restrict the Commission from selling and delivering natural gas directly to consumers in those areas where neither any county nor any municipality deems it desirable or feasible to furnish natural gas; nor shall it restrict the Commission from selling and delivering natural gas to counties which do not adjoin the Cities or to municipalities located therein. The Commission is intended to replace JONG as its successor-in-interest.

Section 6.34 (3). Commission created; members; terms; eligibility; officers; quorum; compensation.

(a) There is hereby created a body corporate and politic to be known as the Mid-State Energy Commission which shall be deemed to be a political subdivision of the State of Georgia and a public corporation and by that name, style, and title, said body may contract and be contracted with, sue and be sued, implead and be impleaded, complain and defend in all courts of law and equity. The Commission shall be deemed a subordinate entity of each and all of the Cities.

(b) The Commission shall consist of five (5) members who shall be determined and selected as follows:

(1) One member shall be the Mayor or other elected city office holder appointed by the Mayor of the City of Byron, Georgia;

(2) One member shall be the Mayor or other elected city office holder appointed by the Mayor of the City of Cochran, Georgia;

(3) One member shall be an elected city office holder appointed by the City Commission of the City of Hawkinsville, Georgia;

(4) One member shall be the Mayor or other elected city office holder appointed by the Mayor of the City of Perry, Georgia;

(5) One member shall be the Mayor or other elected city office holder appointed by the Mayor of the City of Warner Robins, Georgia.

(c) The members shall serve at the pleasure of the respective appointing Mayor or City Commission and each Mayor or City Commission shall have the right and authority to remove any member from the Commission and to appoint replacements as may be required to fill vacancies.

(d) No person shall hold the office of Commission member if that person is ineligible for such office pursuant to O.C.G.A. § 45-2-1 or any other general law.

(e) The Commission shall elect one of its members as chairman and another as vice chairman annually. The Commission may also select a secretary and treasurer, who need not necessarily be members of the Commission. Three (3) members of the Commission shall constitute a quorum. No vacancy on the Commission shall impair the right of the quorum to exercise all the rights and perform all the duties of the Commission.

(f) The members of the Commission shall each be entitled to compensation for their services at a rate periodically reviewed and set by the Commission, payable monthly. All such compensation payable by the Commission shall be in addition to any compensation otherwise payable to any member of the Commission by any municipality or county by virtue of any municipal or county elective office held by such member. All members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties. No reimbursement or payment shall be made by the Commission for travel, meal, or entertainment expenses for members of the Commission unless on each occasion the incurring of such expenses for the same are approved in advance by the Commission at one of its public meetings. The Commission shall have perpetual existence.

Section 6.34 (4). General powers.

(a) The Commission shall have all powers necessary or convenient to carry out and effectuate the purpose and provisions of this article including, but without limiting the generality of the foregoing, the power:

(1) to have a seal and alter the same at pleasure;

(2) to acquire by purchase, lease or otherwise, and to hold, lease and dispose of real and personal property of every kind and character for its corporate purposes;

(3) [to acquire in its own name by purchase, on such terms and conditions and in such manner as it may deem proper, or by condemnation in accordance with the provisions of any and all existing laws applicable to the condemnation of property for public use, real property or rights of easements therein or franchises necessary or convenient for its corporate purposes, and to use the same so long as its corporate existence shall continue and to lease or make contracts with respect to the use of or dispose of the same in any manner it deems to the best advantage of the Commission, the Commission being under no obligation to accept and pay for any property condemned under this act except from the funds provided under the Commission of this act, and in any proceedings to condemn, such orders may be made by the court having jurisdiction of the suit, action or proceedings as may be just to the Commission and to the owners of the property to be condemned, and no property shall be acquired under the provisions of this act on which any lien or other incumbrance exists, unless at the time such property is so acquired a sufficient sum of money be deposited in trust to pay and redeem the fair value of such lien or incumbrance; and if the Commission shall deem it expedient to construct any project on any other lands the title to which shall then be in the State of Georgia, the governor is hereby authorized to convey, for and in behalf of the state title to such lands to the Commission upon payment to the state treasurer for the credit of the general fund of the state of the reasonable value of such lands, such value to be determined by three (3) appraisers to be agreed upon by the governor and the chairman of the Commission;]

(4) to appoint, select and employ, officers, agents and employees, including engineering, architectural and construction experts, fiscal agents and attorneys, and fix their respective compensations;

(5) to make contracts, leases and to execute all instruments necessary or convenient, including contracts for construction of projects and leases of projects or contracts with respect to the use of projects which it causes to be erected or acquired, and any and all persons, firms and corporations and any

and all political subdivisions, departments, institutions or agencies of the state are hereby authorized to enter into contracts, leases or agreements with the Commission upon such terms and for such purposes as they deem advisable; and without limiting the generality of the above, authority is specifically granted to municipal corporations and counties and to the Commission to enter into contracts, lease agreements, or other undertakings relative to the furnishing of natural gas and related services and facilities by the Commission to such municipal corporations and counties for a term not exceeding 50 years;

(6) to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage projects, as hereinabove defined; the cost of any such project to be paid in whole or in part from [the proceeds of revenue bonds of the Commission or from] such proceeds and any grant from the United States of America or any agency or instrumentality thereof;

(7) to accept loans and/or grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may impose;

(8) [to borrow money for any of its corporate purposes and to issue negotiable revenue bonds payable solely from funds pledged for that purpose, and to provide for the payment of the same and for the rights of the holders thereof;]

(9) to exercise any power usually possessed by private corporations performing similar functions, which is not in conflict with the constitution and laws of this state; and

(10) to do all things necessary or convenient to carry out the powers expressly given in this act.

Section 6.34 (5). Conversion from JONG.

(a) Without limiting the foregoing in any way, the Commission shall have all the powers formerly delegated to JONG by the Cities.

(b) The Cities hereby delegate to the Commission all power to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage any real or personal property owned by JONG.

(c) The Cities shall prescribe rules and regulations for the operation of the Commission by intergovernmental agreement.

Section 6.34 (6). Rates, charges and revenues; use. The Commission is hereby authorized to prescribe and fix and collect rates, fees, tolls or charges, and to revise from time to time and collect such rates, fees, tolls or charges for the services, facilities or commodities

furnished[, and in anticipation of the collection of the revenues of such undertaking or project, to issue revenue bonds as herein provided to finance in whole or in part the cost of the acquisition, construction, reconstruction, improvement, betterment or extension of the natural gas utility system, and to pledge to the punctual payment of said bonds and interest thereon, all or any part of the revenues of such undertaking or project, including the revenues of improvements, betterments or extensions thereto thereafter made.]

Section 6.34 (7). Tax exempt status. The properties of the Commission, both real and personal, are declared to be public properties used for the benefit and welfare of the people of the State of Georgia, and not for purposes of private or corporate benefit and income, and such properties and the Commission shall be exempt from all taxes and special assessments of any city, county, or the state or any political subdivision thereof.

Section 6.34 (8). Liberal construction of act. This act, being for the welfare of various political subdivisions of the state and its inhabitants, shall be liberally construed to affect the purposes hereof.

Section 6.34 (9). Effect of partial invalidity of act. The provisions of this act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the remaining provisions.

Section 6.34 (10). The Commission, or any Commission or body which had or which may in the future succeed to the powers, duties and liabilities vested in the Commission created hereby, shall have power and is hereby authorized at one time, or from time to time, to provide by resolution for the issuance of negotiable revenue bonds in a sum determined by the Commission for each issuance and a total sum for cumulative issuances outstanding at any one time of the Commission for the purpose of paying all or any part of the cost as herein defined of any one or more projects. The principal and interest of such revenue bonds shall be payable solely from the special fund herein provided for such payment. The bonds of each issue shall be dated, shall bear interest at such rate or rates not exceeding the interest allowed by the Revenue Bond Law as now provided or may hereinafter be provided by amendment thereto, payable semi-annually, shall mature at such time or times not exceeding 40 years from their date or dates, shall be payable in such medium of payment as to both principal and interest as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission, at such price or prices and under such terms and conditions as may be fixed by the Commission in the resolution providing for the issuance of the bonds.

Section 6.34 (11) All portions of the Charter or amendments thereto or all ordinances in conflict herewith be and the same are hereby repealed.

Section 6.34 (12) If any part of this ordinance shall be declared void, it is the intent and the purpose hereof that all other provisions not so declared void shall remain in full force and effect.

Section 6.34 (13) The Clerk of the City is hereby authorized and directed to cause a notice, a copy of which is attached hereto as Exhibit "A" and hereby incorporated by reference, to be published in the *Times Journal Post* the official newspaper in which Sheriff's advertisements are published in Bleckley County, in which the City is located, once a week for three weeks within a period of sixty days immediately preceding the day of the final adoption of this ordinance. The Clerk of the City is also hereby authorized and directed to cause the publisher of the *Times Journal Post* to execute an affidavit of such publication.

This ordinance was introduced and read at a lawful meeting of the Council of the City of Cochran held on October 13, 2020 and read the second time, passed, and adopted in like meeting held on November 10, 2020.

[SEAL]

Attest:

Tracy Jones, City Clerk

CITY OF COCHRAN, GEORGIA

Honorable Billy Yeomans, Mayor

COCHRAN COUNCIL MEMBERS

Honorable Andrew Lemmon

Honorable Keith Anderson

Honorable Jimmy Jones

Honorable Gary Ates

Honorable Carla Coley

Absent

Honorable Rufus Veal

CLERK'S CERTIFICATE

NOW COMES the undersigned Clerk of the City of Cochran, Georgia (the "City"), keeper of the records and seal thereof, and certifies that the foregoing pages of typewritten matter constitute a true and correct copy of an Ordinance duly adopted by the City in a public meeting properly and lawfully assembled on November 10, 2020, in compliance with Official Code of Georgia Annotated Section 50-14-1, which meeting was open to the public and at which a quorum was present and acting throughout, the original of which Ordinance has been entered in the official records of the City and is in my official possession, custody and control and that such Ordinance is in full force and effect as of the date herein below set forth.

This 10 day of November, 2020.

[SEAL]

Tracy Jones, Clerk

EXHIBIT A

OWNERSHIP SHARES

Member	Ownership Share
City of Byron	8.49%
City of Cochran	18.03%
City of Hawkinsville	17.35%
City of Perry	15.97%
City of Warner Robins	40.16%

EXHIBIT "A"

City of Hawkinsville

ORDINANCE NO. 2020-3

ORDINANCE

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF HAWKINSVILLE, GEORGIA BY ADDING A NEW SECTION SO AS TO PROVIDE FOR ADDITIONAL POWERS, DUTIES, AND AUTHORITY OF THE CITY COMMISSION OF THE CITY OF HAWKINSVILLE, GEORGIA WITH RESPECT TO A JOINT UTILITY COMMISSION; TO REPEAL ALL OTHER ACTS AND ORDINANCES IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, the City of Hawkinsville, Georgia, a municipal corporation of the State of Georgia (the "City"), operates pursuant to the Constitution and laws of the State of Georgia and its Charter, with an effective date of January 1, 1992, as amended; and

WHEREAS, the City has now determined that it is necessary to make certain amendments to its Charter pursuant to its home rule powers granted pursuant to Article IX, Section II, Paragraph II of the Constitution of the State of Georgia and O.C.G.A. Section 36-35-1 through 36-35-7; and

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Hawkinsville, Georgia, and IT IS HEREBY ORDAINED, by the authority of the same, as follows:

Section 1. The Charter of the City of Hawkinsville, Georgia, which was established by an Act creating a new Charter for the City of Hawkinsville, Georgia, with an effective date of January 1, 1992, as amended, is hereby amended by adding a new section to read as follows:

"Title. This may be cited as the "Mid-State Energy Commission Act."

Section 1. Definitions.

(a) The word "Cities" means, collectively, the City of Byron, Georgia, the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia.

(b) The word "Commission" means the Mid-State Energy Commission created by Section 4 of this act.

(c) The word "JONG" means Jointly Owned Natural Gas, a partnership created by written agreement between the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia on or about January 15, 1953, as amended from time to time.

(d) The word "project" means all "undertakings" under the Revenue Bond Law, including without limitation, the acquisition and construction of all necessary and usual facilities for the obtaining of one or more sources of natural gas supply and the distribution and sale of natural gas to users and consumers, including counties and municipalities for the purpose of resale, inside and outside the territorial boundaries of the Cities and the operation, maintenance, additions, improvements, and extensions of such facilities so as to assure an adequate natural gas utility system deemed by the Commission necessary or convenient for the efficient operation of such type of undertaking.

(e) The terms "revenue bonds" and "bonds," as used in this act, means revenue bonds as defined and provided for in Article 3 of Chapter 82 of Title 36 of the O.C.G.A., known as the "Revenue Bond Law," as amended, and such type of obligations may be issued by the Commission as authorized under the "Revenue Bond Law" and, in addition, shall also mean obligations of the Commission, the issuance of which are hereinafter specifically provided for in this act.

(f) The word "service area" means any area within or without the Cities, includes without limitation, the area served jointly by the Cities or by JONG, and all other areas to the extent such areas are not currently served by another gas utility.

Section 3. Purpose of Commission. Without limiting the generality of any provisions of this act, the general purpose of the Commission is declared to be that of effecting efficient intergovernmental projects among the Cities, including, without limitation, acquiring an adequate source or sources of natural gas and thereafter the distribution of same to the natural gas systems of current and future customers; but such general purpose shall not restrict the Commission from selling and delivering natural gas directly to consumers in those areas where neither any county nor any municipality deems it desirable or feasible to furnish natural gas; nor shall it restrict the Commission from selling and delivering natural gas to counties which do not adjoin the Cities or to municipalities located therein. The Commission is intended to replace JONG as its successor-in-interest.

Section 4. Commission created; members; terms; eligibility; officers; quorum; compensation.

(a) There is hereby created a body corporate and politic to be known as the Mid-State Energy Commission which shall be deemed to be a political subdivision of the State of Georgia and a public corporation and by that name, style, and title, said body may contract and be contracted with, sue and be sued, implead and be impleaded, complain and defend in all courts of law and equity. The Commission shall be deemed a subordinate entity of each and all of the Cities.

(b) The Commission shall consist of five (5) members who shall be determined and selected as follows:

(1) One member shall be the Mayor or a person appointed by the Mayor of the City of Byron, Georgia;

(2) One member shall be the Mayor or a person appointed by the Mayor of the City of Cochran, Georgia;

(3) One member shall be a person appointed by the City Commission of the City of Hawkinsville, Georgia;

(4) One member shall be the Mayor or a person appointed by the Mayor of the City of Perry, Georgia;

(5) One member shall be the Mayor or a person appointed by the Mayor of the City of Warner Robins, Georgia.

(c) The members shall serve at the pleasure of the respective appointing Mayor or City Commission and each Mayor or City Commission shall have the right and authority to remove any member from the Commission and to appoint replacements as may be required to fill vacancies.

(d) No person shall hold the office of Commission member if that person is ineligible for such office pursuant to O.C.G.A. § 45-2-1 or any other general law.

(e) The Commission shall elect one of its members as chairman and another as vice chairman. The Commission may also select a secretary and treasurer, who need not necessarily be members of the Commission. Three (3) members of the Commission shall constitute a quorum. No vacancy on the Commission shall impair the right of the quorum to exercise all the rights and perform all the duties of the Commission.

(f) The members of the Commission shall each be entitled to compensation for their services at a rate periodically reviewed and set by the Commission, payable monthly. All such compensation payable by the Commission shall be in addition to any compensation otherwise payable to any member of the Commission by any municipality or county by virtue of any municipal or county elective office held by such member. All members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties. No reimbursement or payment shall be made by the Commission for travel, meal, or entertainment expenses for members of the Commission unless on each occasion the incurring of such expenses for the same are approved in advance by the Commission at one of its public meetings. The Commission shall have perpetual existence.

Section 5. General powers.

(a) The Commission shall have all powers necessary or convenient to carry out and effectuate the purpose and provisions of this article including, but without limiting the generality of the foregoing, the power:

(1) to have a seal and alter the same at pleasure;

(2) to acquire by purchase, lease or otherwise, and to hold, lease and dispose of real and personal property of every kind and character for its corporate purposes;

(3) [to acquire in its own name by purchase, on such terms and conditions and in such manner as it may deem proper, or by condemnation in accordance with the provisions of any and all existing laws applicable to the condemnation of property for public use, real property or rights of easements therein or franchises necessary or convenient for its corporate purposes, and to use the same so long as its corporate existence shall continue and to lease or make contracts with respect to the use of or dispose of the same in any manner it deems to the best advantage of the Commission, the Commission being under no obligation to accept and pay for any property condemned under this act except from the funds provided under the Commission of this act, and in any proceedings to condemn, such orders may be made by the court having jurisdiction of the suit, action or proceedings as may be just to the Commission and to the owners of the property to be condemned, and no property shall be acquired under the provisions of this act on which any lien or other incumbrance exists, unless at the time such property is so acquired a sufficient sum of money be deposited in trust to pay and redeem the fair value of such lien or incumbrance; and if the Commission shall deem it expedient to construct any project on any other lands the title to which shall then be in the State of Georgia, the

governor is hereby authorized to convey, for and in behalf of the state title to such lands to the Commission upon payment to the state treasurer for the credit of the general fund of the state of the reasonable value of such lands, such value to be determined by three (3) appraisers to be agreed upon by the governor and the chairman of the Commission;]

(4) to appoint, select and employ, officers, agents and employees, including engineering, architectural and construction experts, fiscal agents and attorneys, and fix their respective compensations;

(5) to make contracts, leases and to execute all instruments necessary or convenient, including contracts for construction of projects and leases of projects or contracts with respect to the use of projects which it causes to be erected or acquired, and any and all persons, firms and corporations and any and all political subdivisions, departments, institutions or agencies of the state are hereby authorized to enter into contracts, leases or agreements with the Commission upon such terms and for such purposes as they deem advisable; and without limiting the generality of the above, authority is specifically granted to municipal corporations and counties and to the Commission to enter into contracts, lease agreements, or other undertakings relative to the furnishing of natural gas and related services and facilities by the Commission to such municipal corporations and counties for a term not exceeding 50 years, including, but not limited to, the operation and maintenance of natural gas systems owned by the Cities;

(6) to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage projects, as hereinabove defined; the cost of any such project to be paid in whole or in part from [the proceeds of revenue bonds of the Commission or from] such proceeds and any grant from the United States of America or any agency or instrumentality thereof;

(7) to accept loans and/or grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may impose;

(8) to borrow money for any of its corporate purposes and to issue negotiable revenue bonds payable solely from funds pledged for that purpose, and to provide for the payment of the same and for the rights of the holders thereof;

(9) to exercise any power usually possessed by private corporations performing similar functions, which is not in conflict with the constitution and laws of this state; and

(10) to do all things necessary or convenient to carry out the powers expressly given in this act.

Section 6. Conversion from JONG.

(a) Without limiting the foregoing in any way, the Commission shall have all the powers formerly delegated to JONG by the Cities.

(b) The Cities hereby delegate to the Commission all power to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage any real or personal property owned by JONG.

(c) The Cities shall prescribe rules and regulations for the operation of the Commission by intergovernmental agreement.

Section 7. Rates, charges and revenues; use. The Commission is hereby authorized to prescribe and fix and collect rates, fees, tolls or charges, and to revise from time to time and collect such rates, fees, tolls or charges for the services, facilities or commodities furnished[, and in anticipation of the collection of the revenues of such undertaking or project, to issue revenue bonds as herein provided to finance in whole or in part the cost of the acquisition, construction, reconstruction, improvement, betterment or extension of the natural gas utility system, and to pledge to the punctual payment of said bonds and interest thereon, all or any part of the revenues of such undertaking or project, including the revenues of improvements, betterments or extensions thereto thereafter made.

Section 8. Tax exempt status. The properties of the Commission, both real and personal, are declared to be public properties used for the benefit and welfare of the people of the State of Georgia, and not for purposes of private or corporate benefit and income, and such properties and the Commission shall be exempt from all taxes and special assessments of any city, county, or the state or any political subdivision thereof.

Section 9. Liberal construction of act. This act, being for the welfare of various political subdivisions of the state and its inhabitants, shall be liberally construed to affect the purposes hereof.

Section 10. Effect of partial invalidity of act. The provisions of this act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the remaining provisions.

Section 11. The Commission, or any Commission or body which had or which may in the future succeed to the powers, duties and liabilities vested in the Commission created hereby, shall have power and is hereby authorized at one time, or from time to time, to provide by resolution for the issuance of negotiable revenue bonds in a sum determined by the Commission for each issuance and a total sum for cumulative issuances outstanding at any one time of the Commission for the purpose of paying all or any part of the cost as herein defined of any one or more projects. The principal and interest of such revenue bonds shall be payable solely from the special fund herein provided for such payment. The bonds of each issue shall be dated, shall bear interest at such rate or rates not exceeding the interest allowed by the Revenue Bond Law as now provided or may hereinafter be provided by amendment thereto, payable semi-annually, shall mature at such time or times not exceeding 40 years from their date or dates, shall be payable in such medium of payment as to both principal and interest as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission, at such price or prices and under such terms and conditions as may be fixed by the Commission in the resolution providing for the issuance of the bonds.

Section 2. All portions of the Charter or amendments thereto or all ordinances in conflict herewith be and the same are hereby repealed.

Section 3. If any part of this ordinance shall be declared void, it is the intent and the purpose hereof that all other provisions not so declared void shall remain in full force and effect.

Section 4. The Clerk of the City is hereby authorized and directed to cause a notice, a copy of which is attached hereto as Exhibit "A" and hereby incorporated by reference, to be published in the *Hawkinsville Dispatch*, the official newspaper in which Sheriff's advertisements are published in Pulaski County, in which the City is located, once a week for three weeks within a period of sixty days immediately preceding the day of the final adoption of this ordinance. The Clerk of the City is also hereby authorized and directed to cause the publisher of the *Hawkinsville Dispatch* to execute an affidavit of such publication.

This ordinance was introduced and read at a lawful meeting of the City Commission of the City of Hawkinsville held on November 2, 2020 and read the second time, passed, and adopted in like meeting held on December 7, 2020.

CITY OF HAWKINSVILLE, GEORGIA

Shelly Berryhill, Chairman

Attest:

Dianna Carney, City Clerk

CLERK'S CERTIFICATE

NOW COMES the undersigned Clerk of the City of Hawkinsville, Georgia (the "City"), keeper of the records and seal thereof, and certifies that the foregoing pages of typewritten matter constitute a true and correct copy of an Ordinance duly adopted by the City in a public meeting properly and lawfully assembled on December 7, 2020, in compliance with Official Code of Georgia Annotated Section 50-14-1, which meeting was open to the public and at which a quorum was present and acting throughout, the original of which Ordinance has been entered in the official records of the City and is in my official possession, custody and control and that such Ordinance is in full force and effect as of the date herein below set forth.

This 7 day of December, 2020.

CITY OF HAWKINSVILLE CORPORATE SEAL GEORGIA

Dianna Carney

Dianna Carney, City Clerk

EXHIBIT "A"

City of Perry

Ordinance No. 2020-27

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF PERRY, GEORGIA BY ADDING A NEW SECTION IMMEDIATELY FOLLOWING SECTION 1.15, TO BE DESIGNATED AS SECTION 1.16, SO AS TO PROVIDE FOR ADDITIONAL POWERS, DUTIES, AND AUTHORITY OF THE CITY COUNCIL OF THE CITY OF PERRY, GEORGIA WITH RESPECT TO A JOINT UTILITY COMMISSION; TO REPEAL ALL OTHER ACTS AND ORDINANCES IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, the City of PERRY, Georgia, a municipal corporation of the State of Georgia (the "City"), operates pursuant to the Constitution and laws of the State of Georgia and its Charter, approved March 29, 1983, as amended; and

WHEREAS, the City has now determined that it is necessary to make certain amendments to its Charter pursuant to its home rule powers granted pursuant to Article IX, Section II, Paragraph II of the Constitution of the State of Georgia and O.C.G.A. Section 36-35-1 through 36-35-7; and

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Perry, Georgia, and IT IS HEREBY ORDAINED, by the authority of the same, as follows:

Section 1. The Charter of the City of PERRY, Georgia, which was established by an Act creating a new Charter for the City of PERRY, Georgia, approved on March 29, 1983, as amended, is hereby amended by adding a new section to read as follows:

> SECTION 1.16. Title. This may be cited as the "Mid-State Energy Commission Act."
>
> (a) Definitions.
> (1) The word "Cities" means, collectively, the City of Byron, Georgia, the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia.
> (2) The word "Commission" means the Mid-State Energy Commission created by subsection (c) of this act.
> (3) The word "JONG" means Jointly Owned Natural Gas, a partnership created by written agreement between the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia on or about January 15, 1953, as amended from time to time.
> (4) The word "project" means all "undertakings" under the Revenue Bond Law, including without limitation, the acquisition and construction of all necessary and usual facilities for the obtaining of one or more sources of natural gas supply and the distribution and sale of natural gas to users and consumers, including counties and municipalities for the purpose of resale, inside and outside the territorial boundaries of the Cities and the operation, maintenance, additions, improvements, and extensions of such facilities so as to assure an adequate natural gas utility system deemed by the Commission necessary or convenient for the efficient operation of such type of undertaking.
> (5) The terms "revenue bonds" and "bonds," as used in this act, means revenue bonds as defined and provided for in Article 3 of Chapter 82 of Title 36 of the O.C.G.A., known as the "Revenue Bond Law," as amended, and such type of obligations may be issued by the Commission

as authorized under the "Revenue Bond Law" and, in addition, shall also mean obligations of the Commission, the issuance of which are hereinafter specifically provided for in this act.

(6) The word "service area" means any area within or without the Cities, includes without limitation, the area served jointly by the Cities or by JONG, and all other areas to the extent such areas are not currently served by another gas utility.

(b) Purpose of Commission. Without limiting the generality of any provisions of this act, the general purpose of the Commission is declared to be that of effecting efficient intergovernmental projects among the Cities, including, without limitation, acquiring an adequate source or sources of natural gas and thereafter the distribution of same to the natural gas systems of current and future customers; but such general purpose shall not restrict the Commission from selling and delivering natural gas directly to consumers in those areas where neither any county nor any municipality deems it desirable or feasible to furnish natural gas; nor shall it restrict the Commission from selling and delivering natural gas to counties which do not adjoin the Cities or to municipalities located therein. The Commission is intended to replace JONG as its successor-in-interest.

(c) Commission created; members; terms; eligibility; officers; quorum; compensation.

(1) There is hereby created a body corporate and politic to be known as the Mid-State Energy Commission which shall be deemed to be a political subdivision of the State of Georgia and a public corporation and by that name, style, and title, said body may contract and be contracted with, sue and be sued, implead and be impleaded, complain and defend in all courts of law and equity. The Commission shall be deemed a subordinate entity of each and all of the Cities.

(2) The Commission shall consist of five (5) members who shall be determined and selected as follows:

(a) One member shall be the Mayor or a person appointed by the Mayor of the City of Byron, Georgia;

(b) One member shall be the Mayor or a person appointed by the Mayor of the City of Cochran, Georgia;

(c) One member shall be a person appointed by the City Commission of the City of Hawkinsville, Georgia;

(d) One member shall be the Mayor or a person appointed by the Mayor of the City of Perry, Georgia;

(e) One member shall be the Mayor or a person appointed by the Mayor of the City of Warner Robins, Georgia.

(3) The members shall serve at the pleasure of the respective appointing Mayor or City Commission and each Mayor or City Commission shall have the right and authority to remove any member from the Commission and to appoint replacements as may be required to fill vacancies.

(4) No person shall hold the office of Commission member if that person is ineligible for such office pursuant to O.C.G.A. § 45-2-1 or any other general law.

(5) The Commission shall elect one of its members as chairman and another as vice chairman. The Commission may also select a secretary and treasurer, who need not necessarily be members of the Commission. Three (3) members of the Commission shall constitute a quorum. No vacancy on the Commission shall impair the right of the quorum to exercise all the rights and perform all the duties of the Commission.

(6) The members of the Commission shall each be entitled to compensation for their services at a rate periodically reviewed and set by the Commission, payable monthly. All such compensation payable by the Commission shall be in addition to any compensation otherwise payable to any member of the Commission by any municipality or county by virtue of any municipal or county elective office held by such member. All members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties. No reimbursement or payment shall be made by the Commission for travel, meal, or entertainment expenses for members of the Commission unless on each occasion the incurring of such expenses for the same are approved in advance by the Commission at one of its public meetings. The Commission shall have perpetual existence.

(d) General powers.

(1) The Commission shall have all powers necessary or convenient to carry out and effectuate the purpose and provisions of this article including, but without limiting the generality of the foregoing, the power:

(a) to have a seal and alter the same at pleasure;

(b) to acquire by purchase, lease or otherwise, and to hold, lease and dispose of real and personal property of every kind and character for its corporate purposes;

(c) [to acquire in its own name by purchase, on such terms and conditions and in such manner as it may deem proper, or by condemnation in accordance with the provisions of any and all existing laws applicable to the condemnation of property for public use, real property or rights of easements therein or franchises necessary or convenient for its corporate purposes, and to use the same so long as its corporate existence shall continue and to lease or make contracts with respect to the use of or dispose of the same in any manner it deems to the best advantage of the Commission, the Commission being under no obligation to accept and pay for any property condemned under this act except from the funds provided under the Commission of this act, and in any proceedings to condemn, such orders may be made by the court having jurisdiction of the suit, action or proceedings as may be just to the Commission and to the owners of the property to be condemned, and no property shall be acquired under the provisions of this act on which any lien or other incumbrance exists, unless at the time such property is so acquired a sufficient sum of money be deposited in trust to pay and redeem the fair value of such lien or incumbrance; and if the Commission shall deem it expedient to construct any project on any other lands the title to which shall then be in the State of Georgia, the governor is hereby authorized to convey, for and in behalf of the state title to such lands to the Commission upon payment to the state treasurer for the credit of the general fund of the state of the reasonable value of

such lands, such value to be determined by three (3) appraisers to be agreed upon by the governor and the chairman of the Commission;]

(d) to appoint, select and employ, officers, agents and employees, including engineering, architectural and construction experts, fiscal agents and attorneys, and fix their respective compensations;

(e) to make contracts, leases and to execute all instruments necessary or convenient, including contracts for construction of projects and leases of projects or contracts with respect to the use of projects which it causes to be erected or acquired, and any and all persons, firms and corporations and any and all political subdivisions, departments, institutions or agencies of the state are hereby authorized to enter into contracts, leases or agreements with the Commission upon such terms and for such purposes as they deem advisable; and without limiting the generality of the above, authority is specifically granted to municipal corporations and counties and to the Commission to enter into contracts, lease agreements, or other undertakings relative to the furnishing of natural gas and related services and facilities by the Commission to such municipal corporations and counties for a term not exceeding 50 years, including, but not limited to, the operation and maintenance of natural gas systems owned by the Cities;

(f) to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage projects, as hereinabove defined; the cost of any such project to be paid in whole or in part from [the proceeds of revenue bonds of the Commission or from] such proceeds and any grant from the United States of America or any agency or instrumentality thereof;

(g) to accept loans and/or grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may impose;

(h) [to borrow money for any of its corporate purposes and to issue negotiable revenue bonds payable solely from funds pledged for that purpose, and to provide for the payment of the same and for the rights of the holders thereof;]

(i) to exercise any power usually possessed by private corporations performing similar functions, which is not in conflict with the constitution and laws of this state; and

(j) to do all things necessary or convenient to carry out the powers expressly given in this act.

(e) Conversion from JONG.

(1) Without limiting the foregoing in any way, the Commission shall have all the powers formerly delegated to JONG by the Cities.

(2) The Cities hereby delegate to the Commission all power to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage any real or personal property owned by JONG.

(3) The Cities shall prescribe rules and regulations for the operation of the Commission by intergovernmental agreement.

(f) Rates, charges and revenues; use. The Commission is hereby authorized to prescribe and fix and collect rates, fees, tolls or charges,

and to revise from time to time and collect such rates, fees, tolls or charges for the services, facilities or commodities furnished[, and in anticipation of the collection of the revenues of such undertaking or project, to issue revenue bonds as herein provided to finance in whole or in part the cost of the acquisition, construction, reconstruction, improvement, betterment or extension of the natural gas utility system, and to pledge to the punctual payment of said bonds and interest thereon, all or any part of the revenues of such undertaking or project, including the revenues of improvements, betterments or extensions thereto thereafter made.]

(g) Tax exempt status. The properties of the Commission, both real and personal, are declared to be public properties used for the benefit and welfare of the people of the State of Georgia, and not for purposes of private or corporate benefit and income, and such properties and the Commission shall be exempt from all taxes and special assessments of any city, county, or the state or any political subdivision thereof.

(h) Liberal construction of act. This act, being for the welfare of various political subdivisions of the state and its inhabitants, shall be liberally construed to affect the purposes hereof.

(i) Effect of partial invalidity of act. The provisions of this act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the remaining provisions.

(j) The Commission, or any Commission or body which had or which may in the future succeed to the powers, duties and liabilities vested in the Commission created hereby, shall have power and is hereby authorized at one time, or from time to time, to provide by resolution for the issuance of negotiable revenue bonds in a sum determined by the Commission for each issuance and a total sum for cumulative issuances outstanding at any one time of the Commission for the purpose of paying all or any part of the cost as herein defined of any one or more projects. The principal and interest of such revenue bonds shall be payable solely from the special fund herein provided for such payment. The bonds of each issue shall be dated, shall bear interest at such rate or rates not exceeding the interest allowed by the Revenue Bond Law as now provided or may hereinafter be provided by amendment thereto, payable semi-annually, shall mature at such time or times not exceeding 40 years from their date or dates, shall be payable in such medium of payment as to both principal and interest as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission, at such price or prices and under such terms and conditions as may be fixed by the Commission in the resolution providing for the issuance of the bonds.

Section 2. All portions of the Charter or amendments thereto or all ordinances in conflict herewith be and the same are hereby repealed.

Section 3. If any part of this ordinance shall be declared void, it is the intent and the purpose hereof that all other provisions not so declared void shall remain in full force and effect.

Section 4. The Clerk of the City is hereby authorized and directed to cause a notice, a copy of which is attached hereto as Exhibit "A" and hereby incorporated by reference, to be published in the *Houston Home Journal*, the official newspaper in which Sheriff's advertisements are published in Houston County, in which the City is located, once a week for three weeks within a period of sixty days immediately preceding the day of the final adoption of this ordinance. The Clerk of the City is also hereby authorized and directed to cause the publisher of the *Houston Home Journal* to execute an affidavit of such publication.

This ordinance was introduced and read at a lawful meeting of the Council of the City of Perry, held on November 3, 2020 and read the second time, passed, and adopted in like meeting held on November 17, 2020.



Annie Warren, City Clerk

CITY OF PERRY, GEORGIA

Randall Walker, Mayor

EXHIBIT "A"

Warner Robins

NO. 36-20
CITY OF WARNER ROBINS
COUNTY OF HOUSTON
STATE OF GEORGIA

ORDINANCE

AN ORDINANCE TO AMEND THE CHARTER OF THE CITY OF WARNER ROBINS BY ADDING A NEW SECTION IMMEDIATELY FOLLOWING «Section_», TO BE DESIGNATED AS «NEW_SECTION», SO AS TO PROVIDE FOR ADDITIONAL POWERS, DUTIES, AND AUTHORITY OF THE CITY COUNCIL OF THE CITY OF WARNER ROBINS, GEORGIA WITH RESPECT TO A JOINT UTILITY COMMISSION; TO REPEAL ALL OTHER ACTS AND ORDINANCES IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, the City of WARNER ROBINS, Georgia, a municipal corporation of the State of Georgia (the "City"), operates pursuant to the Constitution and laws of the State of Georgia and its Charter, approved July 29, 2020, as amended; and

WHEREAS, the City has now determined that it is necessary to make certain amendments to its Charter pursuant to its home rule powers granted pursuant to Article IX, Section II, Paragraph II of the Constitution of the State of Georgia and O.C.G.A. Section 36-35-1 through 36-35-7; and

NOW, THEREFORE, IT IS HEREBY ORDAINED that the governing authority of the City of Warner Robins, by the authority of the same, as follows:

Section 1. The Charter of the City of Warner Robins, Georgia, which was established by an Act creating a new Charter for the City of Warner Robins, Georgia, approved on July 29, 2020, as amended, is hereby amended by adding new sections to read as follows:

"«New_Section». Title. This may be cited as the "Mid-State Energy Commission Act."

«Section_2». Definitions.

(a) The word "Cities" means, collectively, the City of Byron, Georgia, the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia.

(b) The word "Commission" means the Mid-State Energy Commission created by [Section 4] of this act.

(c) The word "JONG" means Jointly Owned Natural Gas, a partnership created by written agreement between the City of Cochran, Georgia, the City of Hawkinsville, Georgia, the City of Perry, Georgia, and the City of Warner Robins, Georgia on or about January 15, 1953, as amended from time to time.

(d) The word "project" means all "undertakings" under the Revenue Bond Law, including without limitation, the acquisition and construction of all necessary and usual facilities for the obtaining of one or more sources of natural gas supply and the distribution and sale of natural gas to users and consumers, including counties and municipalities for the

purpose of resale, inside and outside the territorial boundaries of the Cities and the operation, maintenance, additions, improvements, and extensions of such facilities so as to assure an adequate natural gas utility system deemed by the Commission necessary or convenient for the efficient operation of such type of undertaking.

(e) [The terms "revenue bonds" and "bonds," as used in this act, means revenue bonds as defined and provided for in Article 3 of Chapter 82 of Title 36 of the O.C.G.A., known as the "Revenue Bond Law," as amended, and such type of obligations may be issued by the Commission as authorized under the "Revenue Bond Law" and, in addition, shall also mean obligations of the Commission, the issuance of which are hereinafter specifically provided for in this act.]

(f) The word "service area" means any area within or without the Cities, includes without limitation, the area served jointly by the Cities or by JONG, and all other areas to the extent such areas are not currently served by another gas utility.

«Section_3». Purpose of Commission. Without limiting the generality of any provisions of this act, the general purpose of the Commission is declared to be that of effecting efficient intergovernmental projects among the Cities, including, without limitation, acquiring an adequate source or sources of natural gas and thereafter the distribution of same to the natural gas systems of current and future customers; but such general purpose shall not restrict the Commission from selling and delivering natural gas directly to consumers in those areas where neither any county nor any municipality deems it desirable or feasible to furnish natural gas; nor shall it restrict the Commission from selling and delivering natural gas to counties which do not adjoin the Cities or to municipalities located therein. The Commission is intended to replace JONG as its successor-in-interest.

«Section_4». Commission created; members; terms; eligibility; officers; quorum; compensation.

(a) There is hereby created a body corporate and politic to be known as the Mid-State Energy Commission which shall be deemed to be a political subdivision of the State of Georgia and a public corporation and by that name, style, and title, said body may contract and be contracted with, sue and be sued, implead and be impleaded, complain and defend in all courts of law and equity. The Commission shall be deemed a subordinate entity of each and all of the Cities.

(b) The Commission shall consist of five (5) members who shall be determined and selected as follows:

(1) One member shall be the Mayor or a person appointed by the Mayor of the City of Byron, Georgia;

(2) One member shall be the Mayor or a person appointed by the Mayor of the City of Cochran, Georgia;

(3) One member shall be a person appointed by the City Commission of the City of Hawkinsville, Georgia;

(4) One member shall be the Mayor or a person appointed by the Mayor of the City of Perry, Georgia;

(5) One member shall be the Mayor or a person appointed by the Mayor of the City of Warner Robins, Georgia.

(c) The members shall serve at the pleasure of the respective appointing Mayor or City Commission and each Mayor or City Commission shall have the right and authority to remove any member from the Commission and to appoint replacements as may be required to fill vacancies.

(d) No person shall hold the office of Commission member if that person is ineligible for such office pursuant to O.C.G.A. § 45-2-1 or any other general law.

(e) The Commission shall elect one of its members as chairman and another as vice chairman. The Commission may also select a secretary and treasurer, who need not necessarily be members of the Commission. Three (3) members of the Commission shall constitute a quorum. No vacancy on the Commission shall impair the right of the quorum to exercise all the rights and perform all the duties of the Commission.

(f) The members of the Commission shall each be entitled to compensation for their services at a rate periodically reviewed and set by the Commission, payable monthly. All such compensation payable by the Commission shall be in addition to any compensation otherwise payable to any member of the Commission by any municipality or county by virtue of any municipal or county elective office held by such member. All members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties. No reimbursement or payment shall be made by the Commission for travel, meal, or entertainment expenses for members of the Commission unless on each occasion the incurring of such expenses for the same are approved in advance by the Commission at one of its public meetings. The Commission shall have perpetual existence.

«Section_5». General powers.

(a) The Commission shall have all powers necessary or convenient to carry out and effectuate the purpose and provisions of this article including, but without limiting the generality of the foregoing, the power:

(1) to have a seal and alter the same at pleasure;

(2) to acquire by purchase, lease or otherwise, and to hold, lease and dispose of real and personal property of every kind and character for its corporate purposes;

(3) [to acquire in its own name by purchase, on such terms and conditions and in such manner as it may deem proper, or by condemnation in accordance with the provisions of any and all existing laws applicable to the condemnation of property for public use, real property or rights of easements therein or franchises necessary or convenient for its corporate purposes, and to use the same so long as its corporate existence shall continue and to lease or make contracts with respect to the use of or dispose of the same in any manner it deems to the best advantage of the Commission, the Commission being under no obligation to accept and pay for any property condemned under this act

except from the funds provided under the Commission of this act, and in any proceedings to condemn, such orders may be made by the court having jurisdiction of the suit, action or proceedings as may be just to the Commission and to the owners of the property to be condemned, and no property shall be acquired under the provisions of this act on which any lien or other incumbrance exists, unless at the time such property is so acquired a sufficient sum of money be deposited in trust to pay and redeem the fair value of such lien or incumbrance; and if the Commission shall deem it expedient to construct any project on any other lands the title to which shall then be in the State of Georgia, the governor is hereby authorized to convey, for and in behalf of the state title to such lands to the Commission upon payment to the state treasurer for the credit of the general fund of the state of the reasonable value of such lands, such value to be determined by three (3) appraisers to be agreed upon by the governor and the chairman of the Commission;]

(4) to appoint, select and employ, officers, agents and employees, including engineering, architectural and construction experts, fiscal agents and attorneys, and fix their respective compensations;

(5) to make contracts, leases and to execute all instruments necessary or convenient, including contracts for construction of projects and leases of projects or contracts with respect to the use of projects which it causes to be erected or acquired, and any and all persons, firms and corporations and any and all political subdivisions, departments, institutions or agencies of the state are hereby authorized to enter into contracts, leases or agreements with the Commission upon such terms and for such purposes as they deem advisable; and without limiting the generality of the above, authority is specifically granted to municipal corporations and counties and to the Commission to enter into contracts, lease agreements, or other undertakings relative to the furnishing of natural gas and related services and facilities by the Commission to such municipal corporations and counties for a term not exceeding 50 years, including, but not limited to, the operation and maintenance of natural gas systems owned by the Cities;

(6) to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage projects, as hereinabove defined; the cost of any such project to be paid in whole or in part from [the proceeds of revenue bonds of the Commission or from] such proceeds and any grant from the United States of America or any agency or instrumentality thereof;

(7) to accept loans and/or grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may impose;

(8) [to borrow money for any of its corporate purposes and to issue negotiable revenue bonds payable solely from funds pledged for that purpose, and to provide for the payment of the same and for the rights of the holders thereof;]

(9) to exercise any power usually possessed by private corporations performing similar functions, which is not in conflict with the constitution and laws of this state; and

(10) to do all things necessary or convenient to carry out the powers expressly given in this act.

«Section_6». Conversion from JONG.

(a) Without limiting the foregoing in any way, the Commission shall have all the powers formerly delegated to JONG by the Cities.

(b) The Cities hereby delegate to the Commission all power to construct, erect, acquire, own, repair, remodel, maintain, add to, extend, improve, equip, operate and manage any real or personal property owned by JONG.

(c) The Cities shall prescribe rules and regulations for the operation of the Commission by intergovernmental agreement.

«Section_7». Rates, charges and revenues; use. The Commission is hereby authorized to prescribe and fix and collect rates, fees, tolls or charges, and to revise from time to time and collect such rates, fees, tolls or charges for the services, facilities or commodities furnished[, and in anticipation of the collection of the revenues of such undertaking or project, to issue revenue bonds as herein provided to finance in whole or in part the cost of the acquisition, construction, reconstruction, improvement, betterment or extension of the natural gas utility system, and to pledge to the punctual payment of said bonds and interest thereon, all or any part of the revenues of such undertaking or project, including the revenues of improvements, betterments or extensions thereto thereafter made.]

«Section_8». Tax exempt status. The properties of the Commission, both real and personal, are declared to be public properties used for the benefit and welfare of the people of the State of Georgia, and not for purposes of private or corporate benefit and income, and such properties and the Commission shall be exempt from all taxes and special assessments of any city, county, or the state or any political subdivision thereof.

«Section_9». Liberal construction of act. This act, being for the welfare of various political subdivisions of the state and its inhabitants, shall be liberally construed to affect the purposes hereof.

«Section_10». Effect of partial invalidity of act. The provisions of this act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the remaining provisions.

«Section_11». The Commission, or any Commission or body which had or which may in the future succeed to the powers, duties and liabilities vested in the Commission created hereby, shall have power and is hereby authorized at one time, or from time to time, to provide by resolution for

the issuance of negotiable revenue bonds in a sum determined by the Commission for each issuance and a total sum for cumulative issuances outstanding at any one time of the Commission for the purpose of paying all or any part of the cost as herein defined of any one or more projects. The principal and interest of such revenue bonds shall be payable solely from the special fund herein provided for such payment. The bonds of each issue shall be dated, shall bear interest at such rate or rates not exceeding the interest allowed by the Revenue Bond Law as now provided or may hereinafter be provided by amendment thereto, payable semi-annually, shall mature at such time or times not exceeding 40 years from their date or dates, shall be payable in such medium of payment as to both principal and interest as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission, at such price or prices and under such terms and conditions as may be fixed by the Commission in the resolution providing for the issuance of the bonds.

Section 2. All portions of the Charter or amendments thereto or all ordinances in conflict herewith be and the same are hereby repealed.

Section 3. If any part of this ordinance shall be declared void, it is the intent and the purpose hereof that all other provisions not so declared void shall remain in full force and effect.

Section 4. The Clerk of the City is hereby authorized and directed to cause a notice, a copy of which is attached hereto as Exhibit "A" and hereby incorporated by reference, to be published in the *Houston Home Journal* the official newspaper in which Sheriff's advertisements are published in Houston County, in which the City is located, once a week for three weeks within a period of sixty days immediately preceding the day of the final adoption of this ordinance. The Clerk of the City is also hereby authorized and directed to cause the publisher of the *Houston Home Journal* to execute an affidavit of such publication.

This ordinance was introduced and read at a lawful meeting of the Council of the City of Warner Robins held on November 16, 2020 and read the second time, passed, and adopted in like meeting held on December 7, 2020.

CITY OF WARNER ROBINS, GEORGIA

[SEAL]

Attest:

Randy Toms, Mayor

Mandy Stella, City Clerk

EXHIBIT "B"

MAP

PEACH COUNTY

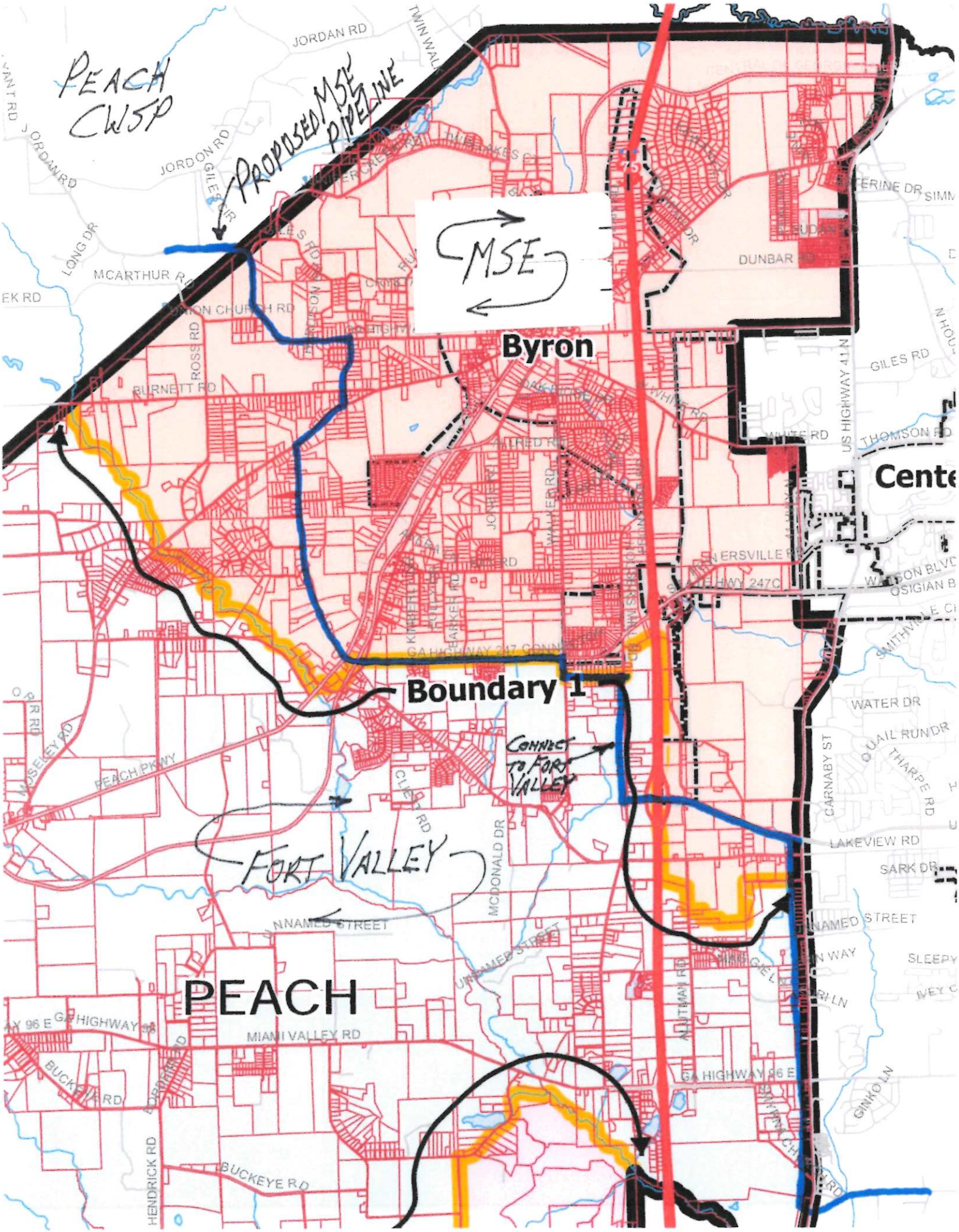

PEACH CWSP
PROPOSED MSE PIPELINE
MSE
Byron
Boundary 1
CONNECT TO FORT VALLEY
FORT VALLEY
PEACH
JORDAN RD
MCARTHUR RD
UNION CHURCH RD
ROSS RD
BURNETT RD
GILES RD
US HIGHWAY 41 N
THOMSON RD
DUNBAR RD
GA HIGHWAY 247 CONN
PEACH PKWY
MOSELEY RD
MCDONALD DR
CARNABY ST
QUAIL RUN DR
WATER DR
LAKEVIEW RD
SARK DR
UNNAMED STREET
MIAMI VALLEY RD
GA HIGHWAY 96 E
BUCKEYE RD
HENDRICK RD
GINKO LN
SLEEPY

EXHIBIT "C"

REDACTED PURSUANT TO

COMMISSION TRADE SECRET RULES

COMMISSION UTILITY RULE 515-3-1-.11