

Exhibit A

ORDINANCE NO. 2016-10
Carlsbad, NEW MEXICO

AN ORDINANCE APPROVING THE SALE OF REAL PROPERTY BY EDDY-LEA ENERGY ALLIANCE, LLC, A NEW MEXICO LIMITED LIABILITY COMPANY FORMED PURSUANT TO THE NEW MEXICO JOINT POWERS ACT BY EDDY COUNTY, LEA COUNTY, THE CITY OF CARLSBAD AND THE CITY OF HOBBS ("ELEA"); AUTHORIZING ELEA TO EXECUTE AND DELIVER A LAND PURCHASE OPTION AGREEMENT WITH HOLTEC INTERNATIONAL, A DELAWARE CORPORATION; AND AUTHORIZING AND DIRECTING ELEA TO SUBMIT THE AGREEMENT TO THE STATE BOARD OF FINANCE FOR APPROVAL PURSUANT TO SECTION 13-6-2.1 NMSA 1978.

WHEREAS, Eddy-Lea Energy Alliance, LLC, a New Mexico limited liability company ("ELEA"), was formed in 2006 pursuant to the New Mexico Joint Powers Act by Eddy County, Lea County, the City of Carlsbad and the City of Hobbs, which counties and municipalities constitute the four members of ELEA (the "Members");

WHEREAS, ELEA was originally formed for the purpose of acquiring and developing a site in Lea County to be used to host a facility under the Global Nuclear Energy Partnership, a program to be administered by the U.S. Department of Energy ("GNEP");

WHEREAS, ELEA purchased approximately 960 acres of unimproved land in Section 13, T20S, R32E, and Sections 17 and 18, T20S, R33E (as more specifically described in the Agreement, defined below);

WHEREAS, after the GNEP program was abandoned by the federal government, ELEA turned its attention to developing the Land as the site for an interim storage facility (a "Facility") for spent nuclear fuel ("SNF") and/or high-level nuclear waste ("HLW"), and the ELEA board of directors has had extensive discussions with organizations in the nuclear power and defense industries concerning the feasibility of such a Facility;

WHEREAS, it was previously anticipated that the disposition of the Land and the development of a Facility would be authorized and developed under the authority of the Local Economic Development Act, Sections 5-10-1 through 5-10-13 NMSA 1978 ("LEDA");

WHEREAS, the ELEA board has determined that it would be preferable to sell the Land under the authority of Section 13-6-2 NMSA 1978, as opposed to LEDA;

WHEREAS, ELEA has issued a request for proposals for offers to purchase the Land from ELEA and to develop the Land as a site for a Facility;

WHEREAS, Holtec International ("Holtec"), a Delaware corporation with extensive experience in the storage of SNF and HLW, has submitted a response to the RFP (the "Proposal") under which (i) Holtec would purchase the Land for a price that was equal to or greater than its fair market value, (ii) Holtec would obtain a license for, construct and operate a Facility, and (iii) Holtec would share the Facility revenues with ELEA;

WHEREAS, the ELEA board of directors has reviewed and approved the Holtec proposal, and has recommended that each of the Members approve the proposed agreement between ELEA and Holtec attached hereto as Exhibit 1 (the "Agreement").

THEREFORE, BE IT ORDAINED BY THE Governing Body OF the City of Carlsbad :

Section 1. The City of Carlsbad (the "Governing Body") finds that (i) the Agreement will comply with applicable law, including but not limited to Section 13-6-2 NMSA 1968 and the restrictions of the Anti-donation Clause, N.M. Const. Ch. IX, Art. 14, (ii) that the Agreement and the Facility are consistent with the economic development purpose for which ELEA was formed, and (iii) that the Agreement and the Facility will be highly beneficial to economies of the Members and the well-being of the Members' citizens.

Section 2. The Agreement is hereby approved. The Chair of ELEA, or another director of ELEA designated by him (collectively, the "ELEA Officer") is authorized to execute the Agreement, substantially in the form attached hereto as Exhibit 1, subject to such changes and amendments, not inconsistent with this Ordinance, as are necessary or desirable for the successful sale of the Land and the development and operation of a Facility. The ELEA Officer is further authorized to submit the Agreement to the SBOF for approval under Section 13-6-2.1 NMSA 1978 and NMAC 1.5.23.9. Notwithstanding anything to the contrary in this Ordinance the Agreement shall not be effective until it has received SBOF approval.

Section 3. The City of Carlsbad specifically approves the disposition of the Land pursuant to Section 13-6-2 NMSA 1978 in lieu of the provisions of LEDA.

Section 4. The officers of the City of Carlsbad are hereby authorized and directed to take all action necessary or appropriate to effectuate the provisions of this Ordinance.

Section 5. If any section, paragraph, clause or provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Ordinance.

Section 6. All ordinances or resolutions, or parts thereof, inconsistent herewith, including but not limited to any ordinance adopted under the authority of LEDA, are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed to revive any ordinance, or resolution, or part thereof, heretofore repealed.

Passed, Approved, Signed and Adopted this 23rd day of February, 2016.

[GOVERNING BODY OF ____]

/s/ Dale Janway
Mayor, City of Carlsbad

ATTEST:

/s/ Annette Barrick
City of Carlsbad, City Clerk