

Wolverine Power Supply Cooperative, Inc.
Board of Directors Resolution
Special Board Meeting
Monday, May 2, 2016

RESOLUTION 2016-10

WHEREAS, Wolverine Power Supply Cooperative, Inc. ("**Wolverine**") owns the property described on **Exhibit A** attached to this resolution (the "**Van Tyle Transmission Station**");

WHEREAS, the Wolverine Board of Directors ("**Board**") adopted Resolution 2014-17 that authorized, among other things, the temporary funding of the transmission interconnection and upgrades needed to accommodate Wolverine's Alpine Power Plant;

WHEREAS, Wolverine has agreed to transfer, convey and sell the Van Tyle Transmission Station to the Michigan Electric Transmission Company, LLC ("**METC**"), as set forth in that certain Van Tyle Transmission Station Asset Purchase Agreement ("**Asset Purchase Agreement**") to be entered into between Wolverine and METC and as required by the Generation Interconnection Agreement for the Alpine Power Plant between Wolverine, METC, and the Midcontinent Independent System Operator, Inc. ("**MISO**");

WHEREAS, the Van Tyle Transmission Station is pledged as collateral under that certain Indenture of Mortgage, dated as of December 1, 2008, as supplemented and amended (as so supplemented and amended, the "**Indenture**"), between Wolverine and U.S. Bank National Association, as trustee (the "**Trustee**"); and

WHEREAS, in connection with Wolverine's conveyance of the Van Tyle Transmission Station, Wolverine shall obtain from the Trustee a release of the Van Tyle Transmission Station from the lien of the Indenture pursuant to Section 5.2 of the Indenture.

NOW, THEREFORE, IT IS RESOLVED, that the Board hereby authorizes the transfer, conveyance and sale of the Van Tyle Transmission Station from Wolverine to METC.

BE IT FURTHER RESOLVED, that pursuant to Section 5.2A of the Indenture, the Board hereby authorizes and requests that the Trustee release from the lien of the Indenture the Van Tyle Transmission Station.

BE IT FURTHER RESOLVED, that the President & CEO of Wolverine, or his designee, is hereby authorized and empowered, in the name of and on behalf of Wolverine and under its corporate seal if desired, to execute, acknowledge, deliver or file any and all agreements, documents, instruments, certificates, notices and other papers, and to take such other actions and to do or cause to be done any and all other acts or things necessary or convenient, all as may be determined to be necessary or advisable by the President & CEO of Wolverine, or his designee, in order to carry out the purposes and intent of the foregoing resolution in all respects (with the execution of any such agreement, document, instrument, certificate, notice or other paper by the

President & CEO of Wolverine, or his designee, or the taking of such action being deemed conclusive evidence of such determination).

CERTIFICATE

The undersigned, Paul Byl, Secretary of Wolverine Power Supply Cooperative, Inc., certifies that the above is a true and correct copy of a Resolution adopted by Wolverine's Board of Directors on May 2, 2016.



Paul Byl
Secretary

Exhibit A

Van Tyle Transmission Station

Non-Real Property Transmission Assets

Project Overview:

Van Tyle Transmission Station is a 4 row, 11 breaker transmission station that loops in the Wolverine-owned Gaylord – Advance 138kV circuit and the METC-owned Livingston – Stover 138kV circuit.

Protection & Control Overview:

Relay Panels

- 7 – RD3048 – Fiber optic current differential (SEL-311Ls)
- 2 – RD1037 – Bus Differential (SEL-551s)
- 4 – RD3064-SX – Line Breaker Control (SEL-351S)
- 3 – RD3064-SY – Line Breaker Control (SEL-351S)
- 2 – RD3024-SX – Tie Breaker Control (SEL-351S)
- 2 – RD3024-SY – Tie Breaker Control (SEL-351S)
- 1 – RD0100 – DFR Panel
- 2 – RD4025 – Remote Synchronization (SEL-351S)

Batteries

- 2 – 125VDC, 365Ah Flooded lead calcium battery bank.

36-Strand OPGW on the Van Tyle - Livingston #1, Van Tyle – Livingston #2 substation

Other Major Equipment:

- Gas Circuit Breakers
(GCB):
Eleven (11) 145kV, 3000A rated, 40kAIC GCB, w/ -40C Cabinet Heaters.
- Disconnect
Switches:

Twenty Two (22) 138kV, 3000A rated, 550kV BIL disconnect switches.
- CCVTs:

Twenty Three (23) 145kV, 3-winding, 550kV BIL CCVT.
- SSVTs:

Two (2) 138kV, 100kVA 650kV BIL SSVT
- Surge Arresters:

120kV, underhung, 88kV MCOV, polymer surge arresters.

- Insulators:

120kV, station post, Porcelain insulators.

120kV, suspension, polymer insulators.

Van Tyle Transmission Station

Real Property

The real property that is being transferred consists of a portion of three parcels (Property Identification Numbers: 071-003-300-020-00, 071-003-400-030-00 and 071-003-300-025-01), resulting in a total of 57.43 acres to be transferred by Wolverine to METC. The legal description for the real property to be transferred by Wolverine to METC as contemplated by the Asset Purchase Agreement is as follows:

A parcel of land on part of the Southwest 1/4 and the Southeast 1/4 of Section 3, T30N, R4W, Hayes Township, Otsego County, Michigan, being described as: BEGINNING at the South 1/4 corner of said Section 3; thence N87°25'09"W, 350.00' along the South line of said Section 3; thence N00°08'02"E, 2121.93'; thence S87°55'07"E, 349.88'; thence N00°08'02"E, 561.32' along the N-S 1/4 line to the Center of said Section 3; thence S87°55'07"E, 1314.20' along the E-W 1/4 line of said Section 3; thence S00°13'30"W, 1337.65' along the East 1/8 line of said Section 3; thence N88°09'20"W, 1311.90' along the South 1/8 line of said Section 3; thence S00°08'02"W, 1343.16' to the South 1/4 of said Section 3 and the Point of Beginning, containing 57.43 acres.