




GOVERNMENT OF PUERTO RICO

Puerto Rico Electric Power Authority
Governing Board

RESOLUTION 4836

FIRST AMENDMENT BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ

- WHEREAS:** The Puerto Rico Electric Power Authority (PREPA) is a public corporation and an instrumentality of the Government of Puerto Rico created by Act 83 of May 2, 1941, as amended (Act 83). PREPA was created to provide electrical energy in a reliable way contributing to the general welfare and sustainable future of the people of Puerto Rico, maximizing benefits and minimizing social, environmental and economic impacts. In addition, PREPA provides a service based on affordable, fair, reasonable and non-discriminatory cost that is consistent with environmental protection, non-profit, focused on citizen participation and its clients.
- WHEREAS:** Act 83 authorizes PREPA to grant contracts and formalize all the instruments that are necessary or convenient in the exercise of any of its powers.
- WHEREAS:** On June 24, 2020, PREPA's Governing Board approved Resolution 4803 authorizing PREPA's Chief Executive Officer to execute a Professional Services Contract with Baker, Donelson, Bearman, Caldwell & Berkowitz, PC (Consultant), for a maximum amount of \$250,000 (Contract Amount), from July 1 to September 30, 2020.
- WHEREAS:** As per Resolution 4803, the Contract was approved for a three-month period, until PREPA's management had the opportunity to discuss with the Puerto Rico Public Private Partnerships Authority (P3) and the Operation and Maintenance Operator, LUMA Energy, the need for the services for a longer period.
- WHEREAS:** On July 1, 2020, PREPA and the Consultant executed Professional Services Contract 2021-P00033 (Contract), to provide legal analysis, advice, representation, and opinions, as requested by PREPA, in relation to investigations and audits by the Office of the Inspector General, and other matters related to federal funding by the Federal Emergency Management Agency (FEMA) and the U.S. Department of Housing and Urban Development, among others.
- WHEREAS:** Mr. Padilla-Padilla, Program Management, Restructuring, and Fiscal Affairs Director, indicated that PREPA discussed this matter with P3 and LUMA, and both agreed on the need for the services for the whole Fiscal Year 2020-2021. For these services, the budget for Fiscal Year 2020-2021 has an additional amount of \$1,250,000.



WHEREAS: The PMO office is requesting a First Amendment to the Contract, to extend its term from October 1, 2020 to June 30, 2021 and increase its maximum amount by \$1,250,000, for a total Contract Amount of \$1,500,000.

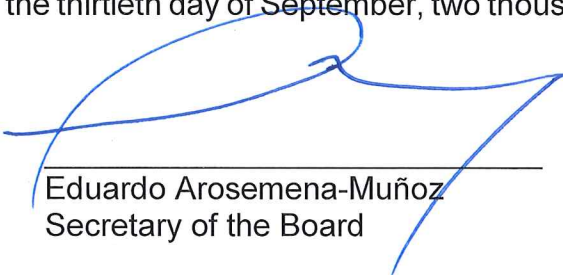
WHEREAS: On June 4, 2020 and June 12, 2020, the Finance Directorate certified the availability of \$1,500,000 in the budget for Fiscal Year 2020-2021, for this Amendment to the Contract.

WHEREAS: PREPA's General Counsel considered Mr. Padilla-Padilla's Memorandum and concluded that the amendment to Contract 2021-P00033 under the terms expressed above may be carried out, according to the faculty granted to PREPA by Sections 15(2) (d) of Act 83, after approval by the Governing Board.

THEREFORE: In accordance with Act 83, PREPA's Governing Board resolves to:

Authorize the Interim Executive Director to execute the First Amendment to Contract 2021-P00033, to increase its maximum amount by \$1,250,000, for a total Contract Amount of \$1,500,000, and to extend its term from October 1, 2020 until June 30, 2021.

Approved in San Juan, Puerto Rico, on the thirtieth day of September, two thousand twenty.



Eduardo Arosemena-Muñoz
Secretary of the Board