

**AMENDMENT NO. 2
TO MEMORANDUM OF AGREEMENT
BETWEEN SANTA FE COUNTY AND
NEW ENERGY ECONOMY**

THIS AMENDMENT is made and entered into as of this 5th day of June, 2012, by and between **Santa Fe County**, a political subdivision of the State of New Mexico, and **New Energy Economy**, a New Mexico non-profit company located at 343 East Alameda Street, Santa Fe, New Mexico, 87501-2229.

WHEREAS, on April 1, 2011, Santa Fe County and New Energy Economy (hereinafter "NEE") entered into MOA 2011-0240-LG/VO;

WHEREAS, on July 21, 2011, the MOA was amended to clarify certain provisions the services to be provided by the parties and to provide for NEE to subcontract certain services with the approval of Santa Fe County;

WHEREAS, according to the MOA, the parties have agreed that NEE will procure the services of a contractor to prepare and complete a preliminary economic feasibility study of a County-Municipal electric utility;

WHEREAS, pursuant to Paragraph 9, the parties may amend the MOA by a written agreement executed by the parties;

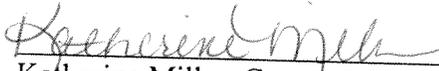
WHEREAS, the parties desire to enter into this Amendment No. 2 to extend the term of the MOA to September 30, 2012.

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

1. Paragraph 6 (Term) of MOA 2011-0240-LG/VO is amended by deleting the reference to "June 30, 2012" and replace it with "September 30, 2012."
2. All other provisions of MOA 2011-0240-LG/VO not specifically amended by Amendment No. 1 and this Amendment No. 2 remain in full force and effect.

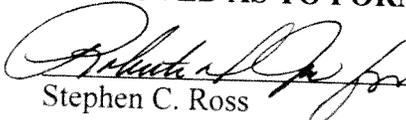
IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

SANTA FE COUNTY


Katherine Miller, County Manager

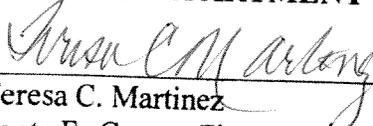
6.5.12
Date

APPROVED AS TO FORM:


Stephen C. Ross
Santa Fe County Attorney

February 15, 2012
Date

FINANCE DEPARTMENT APPROVAL:

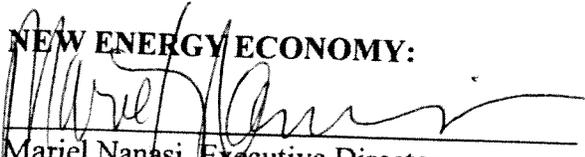


Teresa C. Martinez
Santa Fe County Finance Director

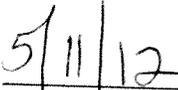


Date

NEW ENERGY ECONOMY:



Mariel Nanasi, Executive Director



Date