

Meeting Minutes
Board of Directors – Wheat Belt PPD
December 23, 2022

A regular meeting of the Board of Directors of the Wheat Belt Public Power District was held December 23, 2022, at 8:30 a.m. the District Headquarters at 11306 Road 32, Sidney Nebraska, pursuant to written notice to each of the Directors and publication in the Sidney Sun-Telegraph, Legal Notice #L22-817, on December 15, 2022 and corrected Legal Notice with date change on December 21st. The agenda was emailed to the directors, posted in the lobby and board room at Wheat Belt’s headquarters, and the availability of the agenda at the District office was part of legal notice.

Directors present at the meeting:

| | | |
|-------------------|---|---|
| Brian Zimmerman | <input type="checkbox"/> Present | <input checked="" type="checkbox"/> Not Present |
| Moe Moffat | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |
| Stuart Morgan | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |
| Sean Blackburn | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |
| Marcus Milanuk | <input checked="" type="checkbox"/> Present | <input type="checkbox"/> Not Present |

Employees present at times throughout the meeting: Lacey Gulbranson, Ryan Borges, Jim Weeda, Sharrell Keane, Andy Kuhns, Jeff Rosenbaum, and Kelli Chaon.

Guests: Attorney Kendra Strommen, Collin Andersen and Jay Spearman of Piper Sandler (via teleconference)

The meeting was called to order at 8:30 a.m. by board Vice - President Stuart Morgan, who noted the posting of a copy of the Open Meetings Law in the boardroom and who established a quorum was present. Sharrell Keane recorded minutes at the request of Board Secretary Moe Moffat.

Approval of the Consent Agenda

Blackburn moved to approve the consent agenda with the following items:

- Item 1: Approval of the agenda
- Item 2: Waive the reading of the Meeting Notice
 - Regular Board Meeting Notice December 23, 2022
- Item 3: Approve the Board Meeting Minutes of the Previous Meeting
 - November 21, 2022, Regular Board Meeting Minutes
- Item 4: Approve Policies with no Changes (Bylaws)
- Item 5: 2023 Board of Director Meeting Schedule

The motion was seconded by Milanuk, and roll call vote with Directors voting as follows:

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| | | |
|-------------------|---|-----------------------------|
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

Introduction of Guests –

Introduction of Attorney Kendra Strommen and Jay Spearman of Piper Sandler

Public Comment Period

8:35 a.m. No comments were received.

Bond Reimbursement Resolution

Gulbranson reported that in the past we have approved a Bond Reimbursement Resolution for us to issue tax exempt municipal bonds to reimburse ourselves for previous expenditures. Approval of the Resolution does not commit us to issuing the bonds for reimbursement. Jay Spearman, Piper Sandler, reviewed the Bond Reimbursement Resolution being proposed with the board. Morgan read the resolution to the board.

A motion was made by Milanuk to approve the Bond Reimbursement Resolution in the amount of \$3,000,000 dollars. Blackburn seconded the motion. Roll call vote as follows:

| | | |
|-------------------|---|-----------------------------|
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

Bond Issue Parameters Resolution

Jay Spearman, Piper Sandler, reviewed the Bond Issue Resolutions being proposed with the board explaining this resolution allows Wheat Belt PPD to utilize the 2021 audit if we would need to issue bonds. Morgan read the motion to the board.

Milanuk moved to adopt the Bond Issue Parameters Resolution, Blackburn seconded. Roll call vote by the directors as follows:

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| | | |
|-------------------|---|-----------------------------|
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

Safety Issues and Safety Meeting

Borges updated the board regarding the December Safety meeting and the yearly accreditations. Milanuk volunteered to be the board representative in the January 2023 Safety Meeting. Milanuk brought forth a request from NREA JT&S committee asking for safety training topics for 2023. NREA would like 3 topics from each district. Borges will review with the Safety Committee.

Department Reports

Engineering and Line Crew – Reviewed by Ryan Borges

IT & Metering – Reviewed by Jim Weeda

- AMI Gridstream presentation was given by Jim Weeda and Andy Kuhns showing the completed project.
- Weeda presented the final inventory numbers. Eckhardt made a motion to approve the yearend inventory adjustment of \$531.55. Milanuk seconded followed by roll call vote with voting as follows:

| | | |
|-------------------|---|-----------------------------|
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

The board took a break from 10:06 a.m. and reconvened at 10:15 a.m.

Corporate Services and Financials– Reviewed by Sharrell Keane

- Keane reviewed the report as outlined in the board book.
- Moffat made a motion to approve the year end bad debt write offs in the amount of \$1,974.62. Milanuk seconded followed by roll call vote with voting as follows:

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|-------------------|---|-----------------------------|
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

- Keane and Chaon presented the proposed changes to the Tri-State rebate program. Discussion was had if Wheat Belt wanted to continue to provide a match to the Tri-State rebate. Milanuk made a motion to approve the proposed Tristate rebate match for 2023. Eckhardt seconded followed by roll call vote with voting as follows:

| | | |
|-------------------|---|-----------------------------|
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

General Manager's Report

Gulbranson reviewed her report focusing on the following items as outlined in the board book:

- Summary of Operations
- Federated Claims – active
- Tri-State Rate Design Committee – update by Gulbranson and Morgan
- Travel
- General Updates
- Apprenticeship Program
- Gulbranson also gave an overview of a potential new format for the safety bonus program that would be used for the proposal in January.

The board recessed for lunch from 11:30 a.m. – 12:10 p.m.

2023 Budget Modifications

No additional budget modifications were requested.

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Policy Review

Milanuk moved to adopt Board Policy F-3 and E-20A with changes; Moffat seconded. Roll call vote by the directors as follows:

| | | |
|-------------------|---|-----------------------------|
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

Power Supply Report

Morgan reviewed the Tri-State report submitted in the board book.

FERC Interventions, Protests and Settlement

Gulbranson gave an update on the current events followed by a discussion was had regarding the need to continue with the FERC lawyer. No further action was taken at this time.

Executive Session:

The board entered Executive session at 12:58 p.m., Gulbranson and Strommen were asked to stay.

Moffat made a motion to end the executive session at 1:10 p.m.; Eckhardt seconded. Roll call voting by the directors as follows:

| | | |
|-------------------|---|-----------------------------|
| Marcus Milanuk | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Moe Moffat | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Stuart Morgan | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Jennifer Eckhardt | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Toni Blomenkamp | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| Sean Blackburn | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |

Motion carried.

Strategic Plan Update

Gulbranson reviewed the schedule for updates as presented in the board book.

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Meeting reports

Blomenkamp reviewed updates from the Touchstone 2022 Business meeting. Moffat provided an overview of the Midwest meeting. Milanuk discussed the NREA meeting.

Future Meetings and Trainings

The calendar and meeting materials provided within the board packet were discussed.

Delegations/Organizational Items

The delegate list was reviewed. No further actions were taken.

Other Business

Morgan thanked Blackburn for his service as a Wheat Belt PPD Board Member.

The next regular board meeting is Friday, January 27, 2022, at 8:30 a.m. at the Wheat Belt office.

Adjournment

With no further business, Morgan moved for adjournment at 1:34 p.m.

Attest:

Brian Zimmerman, President

Brian Moffat, Secretary