

Meeting Minutes
Board of Directors – Wheat Belt PPD
May 28, 2021

A regular meeting of the Board of Directors of the Wheat Belt Public Power District was held May 28, 2021 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 #L21-178, on May 19, 2021. 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, Moe Moffat, Marcus Milanuk, Stuart Morgan, Toni Blomenkamp, Jennifer Eckhardt, and Sean Blackburn.

Employees present at times throughout the meeting: Lacey Gulbranson, Kelli Chaon, Carolyn Hostetler, Liz Skov, Earl Reilly, Jim Weeda, and Jason Weigle.

Guests: Attorney Kendra Strommen, Attorney Jason Gray (by phone)

The meeting was called to order at 8:30 a.m. by board President Brian Zimmerman, who noted the posting of a copy of the Open Meetings Law in the board room and who established a quorum was present. Employee Jason Weigle recorded minutes at the request of Board Secretary Moe Moffat.

Approval of the Agenda

Milanuk moved to approve the agenda; Blackburn seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Introduction of Guests

Attorney Kendra Strommen was introduced. It was noted Attorney Jason Gray would be joining via telephone at 10 a.m.

Reading of the Meeting Notice

Morgan moved to waive the reading of the meeting notice; Moffat seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Consideration of Previous Meeting Minutes

Milanuk moved to approve the minutes of the April 23, 2021 regular meeting; Eckhardt seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Public Comment Period

No comments were received.

Board Education

Weigle reviewed consent agendas and how the board could use them in conducting board business. Discussion ensued around the technicalities of the process and benefit to the board.

General Manager Search

Moffat and Eckhardt reviewed the status of the General Manager search. Moffat discussed setting a date and time for a special board meeting to conduct an interview. The board decided to meet June 5th at 1 p.m. at Wheat Belt.

Due to the sensitive nature of information to be discussed and to protect the confidentiality of applicants, committee chair Moffat moved for an executive session to review the qualifications of applicants under consideration for the General Manager position; Milanuk seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

The Board entered executive session at 9:13 a.m. Attorney Strommen and search committee member Chaon were asked to remain for the Executive session.

Moffat motioned to close the executive session; Milanuk seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

The Board exited executive session at 9:55 a.m.

No additional actions taken after the executive session. Chaon confirmed availability of the candidate on June 5, 2021. Weigle submitted notice of the special meeting to the Sidney Sun-Telegraph and provided Board and committee members with copies of the notice, which will be printed as Legal Notice L21-344 on June 2, 2021.

To accommodate Attorney Gray's schedule, President Zimmerman deferred the Manager Report to a later time on the agenda. The board took a break at 9:55 a.m. to connect Attorney Gray via teleconference.

Executive Session FERC and Personnel Matters

Due to the sensitive nature of ongoing litigation and personnel matters, Blackburn moved to enter executive session to discuss the status of Wheat Belt's FERC interventions, protests, and settlements and the personnel issue; Eckhardt seconded. **Yea: Zimmerman, Blackburn, Eckhardt, Blomenkamp, Moffat, Milanuk. Nay: None. Not present: Morgan.** Motion carried.

Morgan left prior to the executive session vote. Attorney Strommen and Gulbranson was asked to stay for the executive session. The board entered executive session at 10 a.m.

Morgan was asked to rejoin the executive session at 10:15 a.m. for the discussion of personnel matters.

Milanuk made a motion to end the Executive session at 11:02 a.m.; Moffat seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman.**
Nay: None. Motion carried.

Blackburn moved to have Attorney Strommen contact Simmons Olsen Law Firm; Milanuk seconded. **Yea: Zimmerman, Morgan, Blackburn, Eckhardt, Blomenkamp, Moffat, Milanuk** **Nay: None.** Motion carried.

FERC Interventions, Protests, and Settlement

No further matters were discussed.

Manager's Report

Gulbranson reviewed the financial and manager's report provided in the board book. She noted the employee advisory committee would not be presenting to the board; the committee will submit recommendations to the Senior Management Team, who will present it to the board. The NDA is nearing completion and will soon be going to Attorney Strommen for review.

Gulbranson discussed aspects of the financial report. She highlighted the section on borrowing, discussing how now might be an opportune time to pursue borrowing as rates are at very low rates and expected to go up soon. No action was taken.

Strategic Plan Update

Gulbranson reviewed the strategic plan update.

Power Supply Report

Morgan reviewed the Tri-State report submitted in the board book. FERC rejected Tri-State's buy-out formula. Morgan discussed Basin's coal-to-gas project and its current status. Eckhardt asked if Wheat Belt has a position on the McKenzie Power District vs. Basin case. General thoughts were to not engage at this point.

Meeting reports

Gulbranson reviewed the report provided in the board book. Gulbranson and Weigle discussed their trip to Roosevelt. Milanuk reviewed highlights of the NREA meeting in Norfolk. A review of the NREA CEO is upcoming; Milanuk and Gulbranson will be working on this report. Blomenkamp noted that NRECA has requested input on resolutions and other feedback for its annual meeting. June 11, 2021 is the deadline.

Policy Review

Morgan moved to adopt Board Policies D-06, D-06a, D-07, D-08, D-09, D-10, and D-14, which had no or minor grammatical changes; Moffat seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Milanuk moved to adopt Board Policies D-11D and D-11S which were updated to reflect current practices and to adopt D-13 with minor wording changes; Blackburn seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Milanuk asked a question regarding policy D-9 and when correspondence should be including the email address public@wheatbelt.com. Weeda provided some input into how the process is intended to work. Attorney Strommen will be checking into specific instances which would require use of the 'public' email address.

Safety Issues and Safety Meeting

Reilly reviewed the safety meeting minutes. Eckhardt noted the safety meeting went well. Reilly discussed a shock incident concerning an unaffiliated contractor and a pivot; more information is forthcoming. Reilly also discussed a near miss where meter numbers were switched but caught by a foreman before the wrong meter was deenergized.

Department Reports

Operations and Maintenance

Reilly reviewed his report. He noted that the C phase unit for the circuit switcher in the Silverthorn Substation is bad and needs repaired. A claim has been submitted to Federated, but if they will not pay the claim, Reilly requested board approval for \$20,000 budget exception to cover parts and labor for the repair. Milanuk moved to approve the exception to cover the repair if Federated does not approve the claim; Moffat seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Construction and Engineering

Reilly and Gulbranson reviewed Borges' report.

Corporate Services

Gulbranson reviewed the corporate services report. Gulbranson noted the vault records review has found account issues which will result in adjustments being performed. More are expected to be found.

Gulbranson discussed several irrigation testing write-offs which by policy need Board approval. The accounts to be adjusted and amounts are:

- Acct 34039 - \$410.18
- Acct 41865 - \$184.96
- Acct 49010 - \$1,257.85
- Acct 85592 - \$210.74
- Acct 95132 - \$265.41

Total adjustment approved by the board: \$2,329.14

Morgan moved to approve the write-offs; Milanuk seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried.

Gulbranson discussed a potential purchaser for the west warehouse (old Quonset) in Sidney. Chaon and Gulbranson will work on getting the building assessed and will update the board as more information becomes available.

IT & Metering

Weeda reviewed his report.

Lunch

The meeting suspended for lunch at 12:17 p.m. and resumed at 12:50 p.m.

Future Meetings and Trainings

The calendars provided within the board packet were discussed.

Delegations/Organizational Items

Morgan raised a question regarding the NRECA voting delegate at the NREA Meeting. After reviewing the minutes of the January meeting, it was determined that the chart was consistent with what was approved at the January board meeting but inconsistent with how the board traditionally assigned this delegate. Morgan moved to appoint Milanuk as the voting delegate and Moffat as alternate delegate; Moffat seconded. **Yea: Blackburn, Blomenkamp, Eckhardt, Milanuk, Moffat, Morgan, Zimmerman. Nay: None.** Motion carried. Weigle will contact NREA to make sure this is updated.

Other Business

The next regular board meeting is Friday, June 25, 2021 at 8:30 a.m. at the Wheat Belt office.

Board Orientation Training Session

Board orientation training session started 1:15 p.m.

Adjournment

With no further business, Zimmerman moved for adjournment at 2:53 p.m.

Attest:

Brian Zimmerman, President

Brian Moffat, Secretary