

MINUTES OF REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
NEBRASKA PUBLIC POWER DISTRICT
JANUARY 11-12, 2023

(Marginal Index for Informational Purposes Only)

A meeting of the Board of Directors of Nebraska Public Power District was held at the Columbus General Office, Columbus, Nebraska, beginning at 1:00 p.m. on Wednesday, January 11, 2023.

In compliance with state law, legal notice announcing the date, hours, location, and availability of the agenda for the meeting was published on the District’s corporate website, nppd.com, and also in the following newspapers on or about January 5, 2023:

- (1) Columbus Telegram, Columbus, Nebraska;
- (2) Kearney Hub, Kearney, Nebraska;
- (3) Lincoln Journal Star, Lincoln, Nebraska;
- (4) Norfolk Daily News, Norfolk, Nebraska;
- (5) North Platte Telegraph, North Platte, Nebraska;
- (6) Omaha World-Herald, Omaha, Nebraska;
- (7) Scottsbluff Star-Herald, Scottsbluff, Nebraska;
- (8) York News-Times, York, Nebraska.

This notice was also e-mailed to each member of the Board of Directors.

Chair Chlopek called the regular meeting to order at 1:00 p.m. on Wednesday, January 11, 2023, and directed the roll be called:

Present: Jerry L. Chlopek, Sue D. Fuchtman, David D. Gale, Mary A. Harding, Charlie C. Kennedy, Ronald J. Mogul, Jr., Derek S. Rusher, Edward J. Schrock, Aaron D. Troester, Wayne E. Williams

Absent: Fred L. Christensen

constituting a quorum of the Board of Directors.

Chair Chlopek announced that there was a posting of the Open Meetings Act and copies of the Board agenda at the entrance of the conference room, for anyone wishing to examine those documents.

Guests at the meeting included Darin Bloomquist, Nebraska Electric G&T.

President and Chief Executive Officer Thomas J. Kent provided an update on safety and system operations.

LEGAL NOTICE
PUBLISHED PRIOR
TO THE MEETING

ROLL CALL,
1:00 P.M.,
JANUARY 11, 2023

ANNOUNCEMENT OF
POSTING OF OPEN
MEETINGS ACT AND
AGENDA

GUESTS

REPORT ON
SYSTEM AND
SAFETY STATUS

The first order of business was election of officers for 2023. As a result of changes made to the District's By-Laws in December 2022, officer elections shall be conducted at the first meeting of even-numbered years and terms shall be two years; thus, officers elected in January 2022 maintained their seats and only vacant officer positions were considered at this meeting. Pursuant to the District's By-Laws, Directors vote by secret ballot for officer elections. Executive Vice President of External Affairs and General Counsel John C. McClure outlined the protocols for officer elections, and announced that he would collect and tabulate the votes.

ELECTION OF OFFICERS

Director Jerry L. Chlopek stated his desire to remain Chair for 2023, so an election for the seat was not required.

BOARD CHAIR FOR 2023

Due to the 2022 election, a vacancy existed for the position of First Vice Chair. Director Schrock nominated Wayne E. Williams as First Vice Chair for 2023. No other nominations were made and Chair Chlopek declared the nominations closed. Vote totals for First Vice Chair were as follows:

NOMINATION AND ELECTION OF FIRST VICE CHAIR FOR 2023

Wayne E. Williams	10 votes
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Chair Chlopek declared Wayne E. Williams elected First Vice Chair for 2023.

Director Edward J. Schrock stated his desire to remain Second Vice Chair for 2023, so an election for the seat was not required.

SECOND VICE CHAIR FOR 2023

Because Director Williams was elected First Vice Chair, a vacancy existed for the position of Secretary. Director Williams nominated Aaron D. Troester as Secretary for 2023. No other nominations were made and Chair Chlopek declared the nominations closed. Vote totals for Secretary were as follows:

NOMINATION AND ELECTION OF SECRETARY FOR 2023

Aaron D. Troester	10 votes
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Chair Chlopek declared Aaron D. Troester elected Secretary for 2023.

Executive Vice President and Chief Financial Officer Laura L. Kapustka maintained the seat of Treasurer for 2023, so an election for the seat was not required.

TREASURER FOR 2023

The following appointments of staff members were recommended by Treasurer Laura L. Kapustka, stating that these appointments are for the purpose of authorizing such persons to sign on behalf of the Treasurer for the disbursement of District funds:

Donna K. Starzec*	Assistant Treasurer
Cristal D. Menke*	Deputy Assistant Treasurer
Joni J. Davis*	Authorized Signatory
Mark A. Weeder*	Authorized Signatory
Kayla K. Paczosa	Authorized Signatory

*Authorized to invest and manage NPPD funds in accordance with Board-approved investment policies.

It was moved by Director Harding and seconded by Director Williams that the Board confirm the appointments of Donna K. Starzec as Assistant Treasurer; Cristal D. Menke as Deputy Assistant Treasurer; and Joni J. Davis, Mark A. Weeder, and Kayla K. Paczosa as Authorized Signatories for 2023. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	Christensen

Whereupon the Chair declared the motion carried.

It was moved by Secretary Troester and seconded by Director Schrock that the Board confirm the appointments of Janette Modelski as Assistant Secretary, and Sandra Keefover as Deputy Assistant Secretary, for 2023. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	Christensen

Whereupon the Chair declared the motion carried.

Chair Chlopek recommended the following Committee appointments for 2023, to be effective immediately (first person named is Chair; second person named is First Vice Chair; third person named is Second Vice Chair):

Energy Supply:

- Troester
- Harding
- Schrock
- Mogul
- Rusher

Customer and Support Services:

- Kennedy
- Williams
- Gale
- Fuchtman
- Christensen

**MOTION (CARRIED):
CONFIRM
APPOINTMENTS OF
ASSISTANT
TREASURER,
DEPUTY ASSISTANT
TREASURER, AND
AUTHORIZED
SIGNATORIES FOR
2023**

**MOTION (CARRIED):
CONFIRM
APPOINTMENT OF
ASSISTANT
SECRETARY AND
DEPUTY ASSISTANT
SECRETARY FOR
2023**

2023 BOARD
COMMITTEES

Nuclear (Committee of the Whole):

Williams
Troester
Mogul
Chlopek
Christensen
Fuchtman
Gale
Harding
Kennedy
Rusher
Schrock

Audit, Risk and Compliance:

Chlopek
Williams
Schrock
Williams
Troester

Board Governance and Strategic Planning:

Williams
Troester
Fuchtman
Harding

Budget:

Schrock
Gale
Rusher
Mogul
Kennedy

It was moved by Director Mogul and seconded by Director Williams that the foregoing Committee appointments for 2023 be approved, effective immediately. Votes were cast and recorded as follows:

Voting Aye: Chlopek, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay: None
Abstaining: None
Present But Not Voting: None
Absent: Christensen

Whereupon the Chair declared the motion carried.

Enterprise Data and Analytics Technology Manager David L. Dubowsky reviewed District Standard IMS-ST-007, Information Protection Program, defined the categories of information developed by NPPD (public, confidential, and restricted), and provided examples for each.

**MOTION (CARRIED):
APPROVE
COMMITTEE
APPOINTMENTS
FOR 2023**

**OVERVIEW OF
INFORMATION
PROTECTION
REQUIREMENTS**

Resource Planning and Risk Manager James R. Fehr presented a current draft of NPPD's 2023 Integrated Resource Plan (IRP). Mr. Fehr discussed the guiding principles used by staff in development of the draft document, reviewed NPPD's existing and committed generation resources, explained several assumptions used, reviewed options for the District's existing generation resources, discussed the software utilized to model scenarios and sensitivities, and presented the draft results. A calendar of next steps was reviewed in order to meet the September deadline for Board approval of the 2023 IRP, and subsequent submittal to Western Area Power Administration.

It was moved by Director Harding and seconded by Director Kennedy that the Board go into Executive Session at 3:42 p.m. to protect the public interest and discuss competitive and proprietary information, pending and potential litigation, and receive legal advice. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Fuchtmann, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Thompson, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	Christensen

Whereupon the Chair declared the motion carried and restated the purpose of the Executive Session: to protect the public interest and discuss competitive and proprietary information, legal matters, pending and potential litigation, and receive legal advice.

Chair Chlopek announced the executive session was ended at 3:53 p.m., during which nothing was discussed beyond the items declared: competitive and proprietary information, pending and potential litigation, and receive legal advice.

The meeting was recessed at 3:55 p.m., to reconvene on Thursday, January 12, 2023, at the Columbus General Office.

JANUARY 12, 2023

Chair Chlopek called the regular meeting to order at 10:05 a.m. on Thursday, January 12, 2023, and directed the roll to be called:

Present: Jerry L. Chlopek, David D. Gale, Mary A. Harding, Charlie C. Kennedy, Ronald J. Mogul, Jr., Derek S. Rusher, Edward J. Schrock, Aaron D. Troester, Wayne E. Williams

Absent: Fred L. Christensen, Sue D. Fuchtmann

IRP UPDATE

**MOTION (CARRIED):
GO INTO EXECUTIVE
SESSION AT
3:42 P.M. TO
PROTECT THE
PUBLIC INTEREST,
DISCUSS
COMPETITIVE AND
PROPRIETARY
INFORMATION,
PENDING AND
POTENTIAL
LITIGATION, AND
RECEIVE LEGAL
ADVICE**

EXECUTIVE
SESSION ENDED AT
3:53 P.M.

MEETING
RECESSED AT
3:55 P.M.

ROLL CALL,
10:05 A.M.,
JANUARY 12, 2023

constituting a quorum of the Board of Directors.

Director Fuchtman entered the meeting shortly after roll call.

Chair Chlopek announced that there was a posting of the Open Meetings Act and copies of the Board agenda at the entrance of the conference room, for anyone wishing to examine those documents.

Guests at the meeting included Darin Bloomquist, Nebraska Electric G&T; Clay Gibbs and Brian Strong, Cornhusker Public Power District; Chet McWhorter and Greg Strehle, Cuming County Public Power District; Jerry Dolesh, Ray Payne, Tom Rudloff, and Rod Zohner, Elkhorn Rural Public Power District; and David Begley.

Mark Lathrom, Client Executive with Marsh, attended the meeting to provide the Board an update on trends in the commercial insurance marketplace.

During the time designated for public comments, David Begley, 4611 South 96th Street, Omaha, discussed generation resources and net zero carbon goals.

Chair Chlopek asked for discussion of any consent agenda items, which included the following:

- Minutes of December 7-8, 2022, Regular Board Meeting
- March 2023 Regular Board Meeting scheduled for March 9-10, 2023, in Columbus (February 2023 Regular Board Meeting previously scheduled February 8-9, 2023, in Columbus)
- Ratification/Confirmation of Signatures of Staff Members
- November 2022 Summary of Disbursements

Chair Chlopek asked whether any Directors desired any items on the consent agenda to be placed on the regular agenda and voted on separately. There were none.

It was moved by Director Troester and seconded by Director Harding that all items on the consent agenda be approved as listed above. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

ANNOUNCEMENT OF POSTING OF OPEN MEETINGS ACT AND AGENDA

GUESTS WELCOMED TO MEETING

INSURANCE MARKET DISCUSSION

PUBLIC COMMENTS

CONSENT AGENDA

MOTION (CARRIED): APPROVE CONSENT AGENDA

Whereupon the Chair declared the motion carried.

President and Chief Executive Officer Thomas J. Kent read an excerpt from NPPD’s “Principles for Excellence in Corporate Performance” pocket guide.

President and Chief Executive Officer Thomas J. Kent introduced a video highlighting various District accomplishments and achievements for 2022.

President and Chief Executive Officer Thomas J. Kent provided an update on NPPD employee staffing levels, and presented the Report on Retirements and Former District Employee Rehires which is on file with the Assistant Secretary and attached and made a part of these minutes.

Mr. Kent recognized retiree Jane Hartman, who was in attendance.

Pricing, Rates and Wholesale Billing Manager Todd S. Swartz discussed Southwest Power Pool (SPP) rates and revisions to NPPD’s Formula Rate Implementation Protocols under the SPP Open Access Tariff, and revised 2022 and 2023 Annual Updates to the NPPD Rate Formula Template. Mr. Swartz recommended the following two resolutions:

RESOLUTION NO. 23-1

WHEREAS, the District’s Formula Rate Implementation Protocols (Protocols) included in the Southwest Power Pool (SPP) Open Access Transmission Tariff (OATT) establish the process and timelines for annual updates and annual true-up adjustments to the transmission rates and revenue requirements included in the District’s Formula Rate Template; and

WHEREAS, said Protocols were developed, approved by this Board, and submitted to SPP for inclusion in their OATT initially in October 2008, subsequently revised in November 2012; and

WHEREAS, the Federal Energy Regulatory Commission (FERC) issued Order EL-22-69-000, dated July 14, 2022, directing the SPP to either 1) show cause as to why the District’s Protocols under the SPP OATT remain just and reasonable and not unduly discriminatory or preferential; or 2) explain what changes are necessary to the District’s Protocols to remedy the concerns identified by the FERC and proceed to establish replacement Protocols; and

WHEREAS, the Pricing and Rates Department and management of the District identified and proposed revisions to said Protocols to remedy concerns identified by the FERC in said Order relating to said Protocols; and

NPPD 2022
YEAR-END
PERFORMANCE
REVIEW

EMPLOYEE
COUNTS,
RETIREMENTS AND
REHIRE FOR
JANUARY 2023

**RESOLUTION
NO. 23-1 (ADOPTED):
APPROVE REVISED
NPPD FORMULA
RATE
IMPLEMENTATION
PROTOCOLS UNDER
SPP OPEN ACCESS
TARIFF**

WHEREAS, said revised Protocols were approved by this Board on September 8, 2022 and submitted by SPP to FERC on September 30, 2022, as amended on October 4, 2022; and

WHEREAS, FERC issued a letter, dated November 30, 2022, identifying certain deficiencies with revisions to said Protocols and requiring a filing in response to such deficiencies be made by December 30, 2022; and

WHEREAS, SPP, on behalf of NPPD, requested and was granted a 30-day extension to file a response to such deficiency letter; and

WHEREAS, the Pricing and Rates Department and management of the District have identified and proposed subsequent revisions to said Protocols to remedy said deficiencies to the previously submitted Protocols; and

WHEREAS, said revised Protocols are to be submitted to SPP for filing at the FERC, with a requested effective date of sixty (60) days after such filing; and

WHEREAS, management has proposed and presented to, and this Board of Directors has reviewed and duly considered with management, the basis for the proposed revisions to said Protocols; and

WHEREAS, said Protocols are on file with the Pricing and Rates Department of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors finds and declares, pursuant to Section 70-655 of the Nebraska Revised Statutes, that said Formula Rate Implementation Protocols referred to above and incorporated into this Resolution by reference, are fair, reasonable and nondiscriminatory and so adjusted as in a fair and equitable manner to confer upon and distribute among the users and consumers of commodities and services furnished and sold by the District the benefits of a successful and profitable operation and conduct of the business of the District.

BE IT FURTHER RESOLVED that management be and is hereby authorized to submit said Formula Rate Implementation Protocols to the Southwest Power Pool for filing at the Federal Energy Regulatory Commission for acceptance and approval with a requested effective date of sixty (60) days after such filing, and District legal counsel is authorized to take any and all appropriate action involving acceptance and approval of said Formula Rate Implementation Protocols, including participation in any related SPP proceedings before the Federal Energy Regulatory Commission.

It was moved by Director Kennedy and seconded by Director Troester that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye: Chlopek, Christensen, Fuchtman, Harding,
Kennedy, Mogul, Rusher, Schrock, Troester,
Williams
Voting Nay: None
Abstaining: Gale
Present But Not Voting: None
Absent: None

Whereupon the Chair declared Resolution No. 23-1 adopted.

RESOLUTION NO. 23-2

WHEREAS, the District's Membership Agreement with the Southwest Power Pool (SPP) and the SPP Open Access Transmission Tariff (OATT) require the District to prepare a Formula Rate Template that provides a formula for determining the District's annual transmission service revenue requirements and associated transmission service rates; and

WHEREAS, on May 19, 2022, the Federal Energy Regulatory Commission (FERC) issued an order instituting an investigation into the justness and reasonableness of the District's Formula Rate Implementation Protocols which establish the process and timelines for annual updates and annual true-up adjustments to the transmission rates and revenue requirements included in the District's Formula Rate Template; and

WHEREAS, in the process of preparing a response to that order, the District recognized an issue with the Formula Rate Template unrelated to such order but in need of immediate attention regarding the recovery of certain costs incurred for the maintenance of computer and communication equipment necessary for providing transmission service; and

WHEREAS, in response the Pricing and Rates Department and management of the District proposed revisions to amend said Formula Rate Template to specifically include such itemized costs in the future, and which proposed revisions were approved by this Board on June 23, 2022, and subsequently filed with and approved by the FERC and became effective on September 1, 2022; and

WHEREAS, the District also filed a request with FERC on June 29, 2022, for remedial relief under Section 309 of the Federal Power Act to allow the District to retain its recovery of such costs previously not specifically itemized in said Formula Rate Template but which were duly incurred to provide transmission service under the SPP Tariff; and

WHEREAS, FERC issued an order on November 18, 2022, denying the District's request to retain the recovery of said costs and therefore requiring the District to refund said costs in accordance with the provisions of the SPP Tariff; and

**RESOLUTION
NO. 23-2 (ADOPTED):
APPROVE REVISED
ANNUAL UPDATE
TO NPPD FORMULA
RATE TEMPLATE
FOR 2022 AND 2023
SPP RATES**

WHEREAS, the Pricing and Rates Department of the District has discussed the methodology and requirements to refund said costs with SPP staff pursuant to provisions in the SPP Tariff which will result in costs being refunded through the SPP billing process during 2023 and 2024; and

WHEREAS, to implement this refund process SPP requires that the District provide revised 2022 and 2023 Annual Updates to the Formula Rate Template which exclude these specific costs incurred prior to September 2022 at which time the revised Formula Rate Template was approved by the FERC; and

WHEREAS, District management has proposed and presented to, and this Board of Directors has reviewed and duly considered with management, the basis for the refunding of said costs and the revised 2022 and 2023 Annual Updates to the Formula Rate Template; and

WHEREAS, said revised 2022 and 2023 Annual Updates to the Formula Rate Template are on file with the Pricing and Rates Department of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors finds and declares, pursuant to Section 70-655 of the Nebraska Revised Statutes, that said revised 2022 and 2023 Annual Updates to the Formula Rate Template referred to above and incorporated into this Resolution by reference, are fair, reasonable and nondiscriminatory and so adjusted as in a fair and equitable manner to confer upon and distribute among the users and consumers of commodities and services furnished and sold by the District the benefits of a successful and profitable operation and conduct of the business of the District.

BE IT FURTHER RESOLVED that management be and is hereby authorized to submit said revised 2022 and 2023 Annual Updates to the Formula Rate Template to the Southwest Power Pool for inclusion in the SPP OATT, and to take any further action necessary or advised to obtain acceptance and approval of the same by the Federal Energy Regulatory Commission.

It was moved by Director Harding and seconded by Director Williams that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	Gale
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-2 adopted.

Pricing and Rates Supervisor R. Scott Jackson presented information on two rate schedules associated with demand response programs, and recommended the following two resolutions:

RESOLUTION NO. 23-3

WHEREAS, the District has developed a pilot program for a wholesale demand response rate which contains provisions that allow certain qualifying retail customers of wholesale power service customers of the District the opportunity to utilize the District and its designated Southwest Power Pool (SPP) Market Participant to bid their controllable load into the SPP market; and

WHEREAS, the Pricing and Rates Department and management of the District have developed rates, charges and billing provisions for said demand response rate in a proposed wholesale Pilot Program Demand Response Resource Rate Schedule; and

WHEREAS, the proposed wholesale Pilot Program Demand Response Resource Rate Schedule was provided on November 16, 2022, to the wholesale power service customers of the District and said wholesale customers were provided 30 days to request a hearing pertaining to said proposed rate schedule; and

WHEREAS, hearing requests were due December 16, 2022; and

WHEREAS, none of said wholesale customers requested a hearing pertaining to said proposed wholesale Pilot Program Demand Response Resource Rate Schedule; and

WHEREAS, management of the District has proposed and presented to and this Board of Directors has reviewed and duly considered with management the basis for and the rates, terms, conditions and specifications for service in said proposed wholesale Pilot Program Demand Response Resource Rate Schedule; and

WHEREAS, said proposed wholesale Pilot Program Demand Response Resource Rate Schedule is on file with the Pricing and Rates Department of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors finds and declares pursuant to Section 70-655 Nebraska Revised Statutes that said proposed wholesale Pilot Program Demand Response Resource Rate Schedule referred to above and incorporated into this resolution by reference is fair, reasonable and nondiscriminatory and so adjusted as in a fair and equitable manner to confer upon and distribute among the wholesale users and consumers of wholesale power commodities and services furnished and sold by the District the benefits of a successful and profitable operation and conduct of the business of the District.

**RESOLUTION
NO. 23-3 (ADOPTED):
APPROVE
WHOLESALE PILOT
PROGRAM DEMAND
RESPONSE
RESOURCE RATE
SCHEDULE (SPP
NO. 11)**

BE IT FURTHER RESOLVED that said wholesale Pilot Program Demand Response Resource Rate Schedule is hereby fixed, established, approved, and adopted by this Board of Directors to be effective for service provided on and after February 1, 2023.

It was moved by Director Williams and seconded by Director Troester that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	Gale
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-3 adopted.

RESOLUTION NO. 23-4

WHEREAS, the District has developed a retail Pilot Program Demand Response Resource Rider Rate Schedule which contains provisions that allow qualifying retail customers the opportunity to utilize the District and its designated Southwest Power Pool (SPP) Market Participant to bid their controllable load into the SPP market; and

WHEREAS, the Pricing and Rates Department and management of the District have prepared and proposed revisions to the rates, charges and billing provisions for said Pilot Program Demand Response Resource Rider Rate Schedule to align with provisions of the new wholesale Pilot Program Demand Response Resource Rate Schedule; and

WHEREAS, management of the District has proposed and presented to and this Board of Directors has reviewed and duly considered with management the basis for and the rates, charges, terms, conditions and specifications for service in said proposed Pilot Program Demand Response Resource Rider Rate Schedule; and

WHEREAS, said proposed Pilot Program Demand Response Resource Rider Rate Schedule is on file with the Pricing and Rates Department of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors finds and declares, pursuant to Section 70-655 of the Nebraska Revised Statutes, that said proposed Pilot Program Demand Response Resource Rider Rate Schedule referred to above and incorporated into this resolution by reference is fair, reasonable and nondiscriminatory and so adjusted as in a fair and equitable manner to confer upon and distribute among the users and consumers of commodities and services furnished and sold by the District the benefits of a successful and profitable operation and

**RESOLUTION
NO. 23-4 (ADOPTED):
APPROVE RETAIL
PILOT PROGRAM
DEMAND RESPONSE
RESOURCE RIDER
RATE SCHEDULE
(DRR-RIDER)**

conduct of the business of the District.

BE IT FURTHER RESOLVED that said Pilot Program Demand Response Resource Rider Rate Schedule is hereby fixed, established, approved and adopted by this Board of Directors to be effective for service provided on and after February 1, 2023, and that the Pilot Program Demand Response Resource Rider Rate Schedule adopted by Resolution No. 21-22 and issued on June 16, 2021, shall be rescinded and superseded upon said Pilot Program Demand Response Resource Rider Rate Schedule becoming effective as herein provided.

It was moved by Director Kennedy and seconded by Director Rusher that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	Gale
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-4 adopted.

As part of the requirements of Board Governance Process Policy BP-GP-03, Agenda Planning, President and Chief Executive Officer Thomas J. Kent reviewed a proposed schedule of learning/training topics to be presented during 2023. The Board was encouraged to submit additional topics of interest to be incorporated into the annual work plan.

2023 BOARD
AGENDA PLANNING
DISCUSSION

President and Chief Executive Officer Thomas J. Kent provided a look-ahead of upcoming items for the February 2023 Board meeting.

BOARD AGENDA
LOOK-AHEAD

Vice President of Customer Services and External Affairs and Chief Customer Officer Courtney A. Dentlinger provided an update on the 2023 session of the Nebraska Legislature.

GOVERNMENTAL
AFFAIRS UPDATE

Vice President of Customer Services and External Affairs and Chief Customer Officer Courtney A. Dentlinger recommended the following resolution:

RESOLUTION NO. 23-5

WHEREAS, it is the mission of Nebraska Public Power District (NPPD) to safely generate and deliver reliable, low-cost, sustainable energy and related services, while providing outstanding customer service; and

WHEREAS, NPPD generally supports legislation and regulations that sustain Nebraska's public power system and protects the interests of electric consumers in Nebraska; and

**RESOLUTION
NO. 23-5 (ADOPTED):
APPROVE 2023
LEGISLATIVE/
REGULATORY
POLICY
RESOLUTION**

WHEREAS, NPPD generally opposes legislation and regulations that impose broad-based mandates that do not account for local conditions, experience, evidence, and performance.

NOW, THEREFORE, BE IT RESOLVED with reference to the 2023 session of the Nebraska Legislature and the 118th U.S. Congress and related regulatory actions, that the District:

1. Opposes legislation and regulations which would jeopardize public power.
2. Supports legislation and regulations designed to protect both groundwater and surface water needs of the District and will also consider the surface water and groundwater needs of its customers as it formulates positions.
3. Opposes the sale of federally owned and operated generation and transmission facilities.
4. Supports continued sale of Western Area Power Administration power at cost-of-service prices.
5. Supports federal legislative and regulatory actions which advance the development of a high-level nuclear waste management/disposal facility.
6. Supports state environmental legislation and regulation that is equivalent to federal requirements unless it can be demonstrated that federal regulations do not adequately protect public health and the environment.
7. Opposes expanding taxes/fees on public power districts or loss of tax exemptions.
8. Opposes legislation which would raise the price of electricity by reducing or eliminating access to or benefits of tax-exempt financing or which would reduce or eliminate payments for Build America Bonds.
9. Supports legislation and regulations which would provide public power entities with federal or state incentives relating to the electric industry and environmental technologies comparable to those established for the private sector.
10. Opposes legislation and regulations adding new costs and burdens for cyber-security which are not commensurate with the risks and benefits and supports legislation and regulations which encourage timely sharing by federal officials of cyber security threats and other essential information with entities operating the bulk electric system.

11. Supports legislative and regulatory policies and actions recognizing the benefits of hydro and nuclear powers' contribution to reductions in greenhouse gases, and which allow the District to broadly engage in greenhouse gas/carbon reduction and management practices relating to renewable and synthetic fuels and products and carbon sequestration activities, which benefit Nebraska's economy and the environment.

12. Supports legislation and regulation authorizing public power to provide for broadband services through public/private partnerships.

13. Supports legislation authorizing funding by the State of Nebraska to build the Perkins County Canal to protect Nebraska's right to South Platte River water granted to it by the South Platte Compact.

It was moved by Director Christensen and seconded by Director Schrock that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-5 adopted.

A lunch recess was taken from 11:48 a.m. to 12:31 p.m.

During the time designated for Directors' comments and questions, Director Schrock commented on the agricultural economy.

The Nuclear Committee of the Whole, chaired by Director Williams, met Thursday, January 12, 2023, from 12:33 to 1:10 p.m. during the Board of Directors meeting.

Director Harding temporarily stepped out of the meeting room shortly after the meeting was called to order.

CNS Site Vice President Khalil M. Dia reviewed the following Capital Projects Report:

Report No. N-1	Capital Projects \$500,000 and above not specifically identified in the Budget that require approval by the Board for the period December 1, 2022, through December 31, 2022 – 2022 Capital Additions Budget.
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LUNCH RECESS

DIRECTORS' COMMENTS

NUCLEAR COMMITTEE OF THE WHOLE

It was moved by Director Mogul and seconded by Director Troester that Capital Projects Report No. N-1 (2022 Budget) be approved for the period December 1, 2022, through December 31, 2022, which included Capital Project C/10585, Reactor Recirculation Motor Refurbishment (CNS). Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE CAPITAL
PROJECTS REPORT
NO. N-1 (2022
BUDGET)**

Voting Aye: Chlopek, Christensen, Fuchtman, Gale,
Kennedy, Mogul, Rusher, Schrock, Troester,
Williams
Voting Nay: None
Abstaining: None
Present But Not Voting: None
Absent: Harding

Whereupon the Chair of the Nuclear Committee declared the motion carried.

Director Harding entered the meeting room.

CNS Site Vice President Khalil M. Dia reviewed an engineer’s certificate for the procurement of a dry fuel storage canisters. Director Williams, Chair of the Nuclear Committee, recommended the following resolution:

RESOLUTION NO. 23-6

**RESOLUTION
NO. 23-6 (ADOPTED):
APPROVE
ENGINEER’S
CERTIFICATE, DRY
FUEL STORAGE
CANISTERS (CNS)**

WHEREAS, management has determined that it is in the best interest of the District to procure the fabrication and delivery of eight dry storage canisters to support the fourth transfer of used nuclear fuel at Cooper Nuclear Station (CNS); and

WHEREAS, the District has determined, as certified by a competent engineer, that pursuant to Neb. Rev. Stat. Section 70-637 (6), the materials and services being procured are proprietary to Orano – TN Americas, LLC, the original equipment manufacturer, making said manufacturer the sole source of those materials and services.

NOW, THEREFORE, BE IT RESOLVED that this Board does hereby approve the attached engineer’s certification, which is on file with the Assistant Secretary and which states that the materials and services are being awarded pursuant to Neb. Rev. Stat. Section 70-637 (6).

BE IT FURTHER RESOLVED that management be and hereby is authorized and instructed to enter into and execute for and on behalf of the District, after review and approval by legal counsel, a contract with Orano – TN Americas, LLC, for the procurement of the fabrication and delivery of eight dry storage canisters to support the forth transfer of used nuclear fuel at CNS, in an amount not to exceed \$9,600,000, plus performance bond costs, after first advertising notice pursuant to Nebraska law of its intention to enter into said contract.

It was moved by Director Harding and seconded by Director Fuchtman that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair of the Nuclear Committee declared Resolution No. 23-6 adopted.

Executive Vice President and Chief Nuclear Officer John A. Dent, Jr., provided an update regarding Cooper Nuclear Station.

Director Troester, Chair of the Energy Supply Committee, reported that the Energy Supply Committee met Thursday morning, January 12, 2023.

During the Energy Supply Committee, Vice President of Energy Production Michael J. Spencer discussed Contract No. 23-005, McCook Combustion Turbine “B” Engine Overhaul. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

RESOLUTION NO. 23-7

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 23-005, McCook Combustion Turbine “B” Engine Overhaul, McCook Peaker, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed the bids and recommended acceptance of a certain bid as the lowest and best evaluated bid, as per data filed with the Board; and

WHEREAS, on the basis of evidence and information received, and after an analysis of the responsibility of the bidders, amounts and terms of the bids, delivery dates, and the needs of the District, this Board has determined and does hereby find that the bid of Wood Group Pratt & Whitney Industrial Turbine Services, LLC, Bloomfield, Connecticut, as the lowest and best evaluated bid on Contract No. 23-005.

NOW, THEREFORE, BE IT RESOLVED that, subject to receipt and approval of a performance bond and certificate of insurance as herein provided, the following bid submitted on Contract 23-005 be accepted by the District:

ENERGY SUPPLY
COMMITTEE
REPORT

**RESOLUTION
NO. 23-7 (ADOPTED):
AWARD CONTRACT
NO. 23-005, McCOOK
COMBUSTION
TURBINE “B”
ENGINE OVERHAUL,
TO WOOD GROUP
PRATT & WHITNEY
INDUSTRIAL
TURBINE SERVICES,
LLC, ESTIMATED
BASE BID PRICE OF
\$988,204.01**

Wood Group Pratt & Whitney Industrial Turbine Services, LLC, Bloomfield, Connecticut, estimated base bid price of \$988,204.01.

BE IT FURTHER RESOLVED that the President or a Vice President be, and each of them is hereby authorized and instructed to execute for and on behalf of the District, a Contract with the aforementioned bidder in accordance with the plans and specifications and on the form of Contract submitted to bidder.

BE IT FURTHER RESOLVED that the award of the Contract is contingent upon receipt and approval by the District of a performance bond and certificate of insurance from Wood Group Pratt & Whitney Industrial Turbine Services, LLC, as provided in the Contract.

It was moved by Director Troester and seconded by Director Harding that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-7 adopted.

During the Energy Supply Committee, Vice President of Energy Production Michael J. Spencer discussed Contract No. 23-006, Generator Rotor Rings Off and Rewind Services (Hallam Combustion Turbine). Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

RESOLUTION NO. 23-8

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 23-006, Generator Rotor Rings Off and Rewind Services, Hallam Combustion Turbine Power Generation Facility, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed all the bids received and it was determined that the bids contained significant exceptions and are considered non-responsive, and

WHEREAS, it would be in the best interest of the District to reject the bids and negotiate a contract for the Generator Rotor Rings Off and Rewind Services, pursuant to Neb. Rev. Stat. Section 70-637.

**RESOLUTION
NO. 23-8 (ADOPTED):
REJECT BIDS AND
NEGOTIATE
CONTRACT
NO. 23-006,
GENERATOR
ROTOR RINGS OFF
AND REWIND
SERVICES (HALLAM
COMBUSTION
TURBINE)**

NOW, THEREFORE, BE IT RESOLVED that the bids submitted on Contract No. 23-006 hereby are rejected as being non-responsive to the bid documents, and that the bid security submitted by the bidders as evidence of good faith be returned to the bidders.

BE IT FURTHER RESOLVED that management be and hereby is authorized to negotiate with the vendors that provided a bid under this Contract for the Generator Rotor Rings Off and Rewind Services, as contemplated in Contract No. 23-006, in an amount not to exceed \$873,488, after review and approval by legal counsel.

It was moved by Director Troester and seconded by Director Mogul that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-8 adopted.

During the Energy Supply Committee, Executive Vice President of External Affairs and General Counsel John C. McClure reviewed the sale of NPPD’s water rights on the Niobrara River, associated with Spencer Dam. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

RESOLUTION NO. 23-9

WHEREAS, Nebraska Public Power District (the District) is the owner of certain water appropriations of the Niobrara River identified by the State of Nebraska as A-359R, A-1725, A-3574, and A-18503; and

WHEREAS, the District has no operational need for these water appropriations now or in the foreseeable future; and

WHEREAS, on December 10, 2019, the District, the Niobrara River Basin Association, and the Nebraska Game and Parks Commission (Buyers), entered into an Amended Agreement for the Sale and Purchase of Water Appropriations from the District to the Buyers for \$1,500,000.00 , which is a fair and reasonable offer for the property; and

WHEREAS, on October 11, 2022, the Nebraska Department of Natural Resources approved the transfer of water appropriations A-359R, A-1725, A-3574, and A-18503 to the Niobrara River Basin Association and the Nebraska Game and Parks Commission.

RESOLUTION NO. 23-9 (ADOPTED): APPROVE SALE OF NIOBRARA RIVER WATER RIGHTS TO NIOBRARA RIVER BASIN ASSOCIATION AND NEBRASKA GAME AND PARKS COMMISSION

NOW, THEREFORE, BE IT RESOLVED that the Water Appropriations identified as A-359R, A-1725, A-3574, and A-18503 be sold to the Niobrara River Basin Association and the Nebraska Game and Parks Commission for the purchase price of \$1,500,000.00.

BE IT FURTHER RESOLVED that management be and hereby is authorized and instructed to execute for and on behalf of the District, after review and approval by Legal Counsel, a Bill of Sale to the Niobrara River Basin Association and the Nebraska Game and Parks Commission, and any other necessary closing documents, for sale of said property.

It was moved by Director Troester and seconded by Director Schrock that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Harding, Kennedy, Mogul, Rusher, Schrock, Williams
Voting Nay:	None
Abstaining:	Gale, Troester
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-9 adopted.

During the Energy Supply Committee meeting, Enterprise Data and Analytics Technology Manager David L. Dubowsky and Associate Financial Manager Crystal A. Harper reviewed the following Capital Projects Report:

Report No. ET-1	Capital Projects \$500,000 and above not specifically identified in the Budget that require approval by the Board for the period December 1, 2022, through December 31, 2022 – 2022 Capital Additions Budget.
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It was moved by Director Troester and seconded by Director Gale that Capital Projects Report No. ET-1 (2022 Budget) be approved for the period December 1, 2022, through December 31, 2022, which included: 1) Capital Project C/10126, SAP Data Services / Information Steward; and 2) Capital Project C/10575, SAC Financial Planning Long-Range Modeling. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

**MOTION (CARRIED):
APPROVE CAPITAL
PROJECTS REPORT
NO. ET-1 (2022
BUDGET)**

Whereupon the Chair declared the motion carried.

During the Energy Supply Committee meeting, two agreements included on the Request for Approval of Procurements for Services, Equipment and/or Materials for Items \$500,000 and Above (Enterprise Technology) were discussed: 1) Telecommunications Manager Matthew K. Holthe reviewed an agreement with Ascom Wireless Solutions for upgrades to the existing mobile handset phone system at CNS; and 2) Director of Corporate Security and Chief Security Officer Timothy S. Pospisil discussed an agreement with Prime Secured, Inc., for labor and equipment necessary to continue conversion of the District's physical access control security system to a new platform.

It was moved by Director Troester and seconded by Director Rusher to approve the Request for Approval of Procurements for Services, Equipment and/or Materials for Items \$500,000 and Above (Enterprise Technology), which included the two agreements as presented. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtmann, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared the motion carried.

Director Troester, Chair of the Energy Supply Committee, reported that the Committee also heard reports on the following matters: 1) Energy Supply monthly generation performance; 2) Energy Supply look-ahead for February 2023; and 3) Water Supply.

Director Kennedy, Chair of the Customer and Support Services Committee, reported that the Customer and Support Committee met Thursday morning, January 12, 2023.

Accounting Manager Joni J. Davis presented financial performance measures for November 2022, as well as the monthly financial report, which indicated that operating revenues from electric sales were \$4.3 million over budget for the month, and \$97.3 million over budget year to date. Firm electric sales were \$0.6 over budget for the month, and \$38.0 million over budget year to date. Other electric sales were \$4.9 million over budget for the month, and \$59.3 million over budget year to date. Total operating expenses were under budget by \$0.4 million for the month, and over budget by \$6.7 million year to date. The balance of the regulatory liability for unearned revenues as of November 30, 2022, was \$269.0 million. This balance represents surplus net revenues to be applied as credits against revenue requirements in future rate periods.

**MOTION (CARRIED):
APPROVE REQUEST
FOR APPROVAL OF
PROCUREMENTS
FOR SERVICES,
EQUIPMENT AND/OR
MATERIALS FOR
ITEMS \$500,000 AND
ABOVE
(ENTERPRISE
TECHNOLOGY)**

ENERGY SUPPLY
COMMITTEE
REPORT

CUSTOMER AND
SUPPORT SERVICES
COMMITTEE

NOVEMBER 2022
FINANCIAL
STATEMENTS

It was moved by Director Kennedy and seconded by Director Fuchtman that the November 2022 Financial Statements be accepted, as presented. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

**MOTION (CARRIED):
ACCEPT
NOVEMBER 2022
FINANCIAL
STATEMENTS**

Whereupon the Chair declared the motion carried.

Accounting Manager Joni J. Davis also shared preliminary financial results for December, reporting that these results showed a surplus of \$4.7 million for the month, bringing the preliminary year-to-date surplus to \$73.5 million. Ms. Davis also shared that these results would change as all information was not yet available to finalize the financial results for 2022.

**PRELIMINARY
FINANCIAL RESULTS
FOR
DECEMBER 2022**

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Arthur R. Wiese and Executive Vice President and Chief Financial Officer Laura L. Kapustka discussed reimbursement resolutions related to the Southwest Power Pool (SPP) Notifications to Construct (NTC) for transmission and network upgrade projects at Kearney and Scottsbluff. Director Williams, Chair of the Customer and Support Services Committee, recommended the following two resolutions:

RESOLUTION NO. 23-10

WHEREAS, Nebraska Public Power District (the "District") received a Notification to Construct (NTC 210619) for a new 115 kV transmission line from the NPPD Tower 115kV substation to the NPPD Kearney Tech One 115 kV substation, and associated network upgrades; and

WHEREAS, on January 12, 2022, NPPD's Board of Directors (the "Board") accepted the Notification to Construct and authorized management to commit to construct the network upgrades as noted in SPP-NTC-210619; and construct a new 115 kV transmission line from the NPPD Tower 115kV substation to the NPPD Kearney Tech One 115 kV substation; and

WHEREAS, in order to meet the present proposed in-service date for these projects of May 30, 2025, management has determined that it is in the best interest of the District to receive authorization from the Board to continue initial planning and engineering work on the projects and, due to supply chain issues, enter into contracts for purchases of materials until the capital projects are approved by the Board at a later date, currently expected as part of the 2024 budget; and

**RESOLUTION
NO. 23-10
(ADOPTED):
APPROVE
REIMBURSEMENT
RESOLUTION, SPP
NOTICE TO
CONSTRUCT FOR
115 kV
TRANSMISSION LINE
AND NETWORK
UPGRADES
(KEARNEY)**

WHEREAS, the District has an intent to finance the capital expenditures associated with this Notification to Construct (the “Projects”) with proceeds of tax-exempt debt to be issued in the future; and

WHEREAS, the Internal Revenue Code and applicable regulations require the District to take this action in connection with the payment of certain expenditures with respect to the Projects prior to the issuance of tax-exempt debt in order for those expenditures to be reimbursed with proceeds of the debt.

NOW, THEREFORE, BE IT RESOLVED that:

1. The statements contained in this Resolution with respect to the reimbursement of the expenditures described in this Resolution are intended to be statements of official intent as required by, and in compliance with, Treasury Regulation Section 1.150-2.

2. The expenditures to be reimbursed pursuant to this Resolution are capital expenditures that have been paid within 60 days prior to the date hereof or will be paid on or after the date hereof in connection with the Projects.

3. The maximum principal amount of obligations expected to be issued for the Projects is \$25,000,000.

4. The District reasonably expects to reimburse the expenditures described in this Resolution with the proceeds of tax-exempt debt to be issued subsequent to the date hereof, but this Resolution does not constitute a binding obligation with respect to the issuance of such debt.

5. This Resolution shall take effect immediately.

It was moved by Director Kennedy and seconded by Director Rusher that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-10 adopted.

RESOLUTION NO. 23-11

WHEREAS, Nebraska Public Power District (the “District”) received a Notification to Construct (NTC 210645) for a new 115 kV transmission line from the NPPD Scottsbluff 115 kV substation to the NPPD

**RESOLUTION
NO. 23-10
(ADOPTED):
APPROVE
REIMBURSEMENT**

Victory Hill 230/115 kV substation and associated network upgrades; and

WHEREAS, on May 12, 2022, NPPD’s Board of Directors (the “Board”) accepted the Notification to Construct and authorized management to commit to construct the network upgrades as noted in SPP-NTC-210645; and to construct a new 115 kV transmission line from the NPPD Scottsbluff 115 kV substation to the NPPD Victory Hill 230/115 kV substation; and

WHEREAS, in order to meet the present proposed in-service date for these projects of May 30, 2025, management has determined that it is in the best interest of the District to receive authorization from the Board to continue initial planning and engineering work on the projects and, due to supply chain issues, enter into contracts for purchases of materials until the capital projects are approved by the Board at a later date, currently expected as part of the 2024 budget; and

WHEREAS, the District has an intent to finance the capital expenditures associated with this Notification to Construct (the “Projects”) with proceeds of tax-exempt debt to be issued in the future; and

WHEREAS, the Internal Revenue Code and applicable regulations require the District to take this action in connection with the payment of certain expenditures with respect to the Projects prior to the issuance of tax-exempt debt in order for those expenditures to be reimbursed with proceeds of the debt.

NOW, THEREFORE, BE IT RESOLVED that:

1. The statements contained in this Resolution with respect to the reimbursement of the expenditures described in this Resolution are intended to be statements of official intent as required by, and in compliance with, Treasury Regulation Section 1.150-2.
2. The expenditures to be reimbursed pursuant to this Resolution are capital expenditures that have been paid within 60 days prior to the date hereof or will be paid on or after the date hereof in connection with the Projects.
3. The maximum principal amount of obligations expected to be issued for the Projects is \$15,000,000.
4. The District reasonably expects to reimburse the expenditures described in this Resolution with the proceeds of tax-exempt debt to be issued subsequent to the date hereof, but this Resolution does not constitute a binding obligation with respect to the issuance of such debt.
5. This Resolution shall take effect immediately.

It was moved by Director Kennedy and seconded by Director Mogul that the foregoing resolution be adopted. Votes were cast and recorded as follows:

**RESOLUTION, SPP
NOTICE TO
CONSTRUCT FOR
115 kV
TRANSMISSION LINE
AND NETWORK
UPGRADES
(SCOTTSBLUFF)**

Voting Aye: Chlopek, Christensen, Fuchtman, Gale, Harding,
Kennedy, Mogul, Rusher, Schrock, Troester,
Williams
Voting Nay: None
Abstaining: None
Present But Not Voting: None
Absent: None

Whereupon the Chair declared Resolution No. 23-11 adopted.

During the Energy Supply Committee, Vice President of Energy Delivery Arthur R. Wiese discussed Contract No. 23-003, 380 kV Power Circuit Breakers. Director Kennedy, Chair of the Customer and Support Services Committee, recommended the following resolution:

RESOLUTION NO. 23-12

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 23-003, 380 kV Power Circuit Breakers, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed the bids and recommended acceptance of certain bids as the lowest and best evaluated bids, as per data filed with the Board; and

WHEREAS, on the basis of evidence and information received, and after an analysis of the responsibility of the bidders, amounts and terms of the bids, delivery dates, and the needs of the District, this Board has determined and does hereby find that the bid of GE Grid, Solutions, LLC, Charleroi, Pennsylvania, for Parts I and II are the lowest and best evaluated bids on Contract No. 23-003.

NOW, THEREFORE, BE IT RESOLVED that, subject to receipt and approval of a performance bond as herein provided, the following bids submitted on Contract 23-003 be accepted by the District:

GE Grid Solutions, LLC, Charleroi, Pennsylvania,
base bid price of \$702,735.28 for Part I.

GE Grid Solutions, LLC, Charleroi, Pennsylvania,
base bid price of \$3,637,631.14 for Part II.

BE IT FURTHER RESOLVED that the President or a Vice President be, and each of them is hereby authorized and instructed to execute for and on behalf of the District, Contracts with the aforementioned bidders in accordance with the plans and specifications and on the form of Contract submitted to bidders.

BE IT FURTHER RESOLVED that the award of the Contract is contingent upon receipt and approval by the District of a performance bond from GE Grid Solutions, LLC, as provided in the Contract.

**RESOLUTION
NO. 23-12
(ADOPTED): AWARD
CONTRACT
NO. 23-003 380 kV
POWER CIRCUIT
BREAKERS: PART I
TO GE GRID
SOLUTIONS, LLC,
BASE BID PRICE OF
\$702,735.28; PART II
TO GE GRID
SOLUTIONS, LLC,
BASE BID PRICE OF
\$3,637,631.14**

It was moved by Director Kennedy and seconded by Director Harding that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-12 adopted.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Arthur R. Wiese discussed Contract No. 23-004, Transmission Pole Inspection and Treatment. Director Williams, Chair of the Customer and Support Services Committee, recommended the following resolution:

RESOLUTION NO. 23-13

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 23-004, Transmission Pole Inspection and Treatment, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed said bids and recommended acceptance of certain bids as the lowest and best evaluated bids, as per data filed with the Board; and

WHEREAS, on the basis of evidence and information received, and after an analysis of the responsibility of the bidders, amounts and terms of the bids, delivery dates, and the needs of the District, this Board has determined and does hereby find that the bid of Osmose Utilities Services, Inc., Peachtree City, Georgia, is the lowest and best evaluated bid on Contract No. 23-004.

NOW, THEREFORE, BE IT RESOLVED that, subject to receipt and approval of a performance bond and certificate of insurance as herein provided, the following bid submitted on Contract No. 23-004 be accepted by the District:

Osmose Utilities Services, Inc., Peachtree City,
Georgia, estimated base bid price of \$577,364.41.

BE IT FURTHER RESOLVED that the President or a Vice President be, and each of them is hereby authorized and instructed to execute for and on behalf of the District, a Contract with the aforementioned bidder in accordance with the plans and specifications and on the form of Contract submitted to bidders.

**RESOLUTION
NO. 23-13
(ADOPTED): AWARD
CONTRACT
NO. 23-004,
TRANSMISSION
POLE INSPECTION
AND TREATMENT,
TO OSMOSE
UTILITIES
SERVICES, INC.,
ESTIMATED BASE
BID PRICE OF
\$577,364.41**

BE IT FURTHER RESOLVED that the award of the Contract is contingent upon receipt and approval by the District of a performance bond and certificate of insurance from Osmose Utilities Services, Inc., as provided in the Contract.

It was moved by Director Kennedy and seconded by Director Christensen that the foregoing resolution be adopted. Votes were cast and recorded as follows:

Voting Aye:	Chlopek, Christensen, Fuchtman, Gale, Harding, Kennedy, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

Whereupon the Chair declared Resolution No. 23-13 adopted.

The following item related to a procurement made by the District from an NPPD Director. As required by state statute (Neb. Rev. Stat. 49-14,103.01), no officer of a public power district may have an interest in any contract to which his or her governing body, or anyone for its benefit, is a party, unless the contract is an agenda item approved at a board meeting, and the interested officer makes a declaration on the record and does not vote on the matters of granting the contract.

During the Customer and Support Services Committee meeting, Director of Operations Support and Business Continuity Matthew J. Gilliland discussed the procurement of towing and specialized maintenance and repair services for the District's fleet vehicles from Mogul's Transmission and Towing, Inc. The District has done business with this firm for many years, however the election of Ronald J. Mogul, Jr., to the position of NPPD Director necessitated that this item be presented to the NPPD Board for consideration.

Mr. Mogul made a statement to the Board as a part of the meeting record, informing the Board of his ownership in Mogul's Transmission and Towing, Inc., and the potential conflict of interest due to the interest in doing business with NPPD, and his intent to abstain from this Board action.

It was moved by Director Kennedy and seconded by Director Harding to approve the procurement of towing and specialized maintenance and repair services for the District's fleet vehicles from Mogul's Transmission and Towing, Inc., co-owned by Director Ronald J. Mogul, Jr., for an estimated amount of \$75,000 per year for a three-year period, for a total agreement value not to exceed \$225,000, as presented. Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE
PROCUREMENT OF
TOWING AND
SPECIALIZED
MAINTENANCE AND
REPAIR SERVICES
OF NPPD'S FLEET
VEHICLES FROM
MOGUL'S
TRANSMISSION AND**

Voting Aye: Chlopek, Christensen, Fuchtman, Gale, Harding,
Kennedy, Rusher, Schrock, Troester, Williams
 Voting Nay: None
 Abstaining: Mogul
 Present But Not Voting: None
 Absent: None

**TOWING, INC. /
NPPD DIRECTOR
RONALD J. MOGUL,
JR.**

Whereupon the Chair declared the motion carried.

During the Customer and Support Services Committee meeting, Director of Operations Support and Business Continuity Matthew J. Gilliland reviewed the following Capital Projects Report:

Report No. HRCS-1 Capital Projects \$500,000 and above not specifically identified in the Budget that require approval by the Board for the period December 1, 2022, through December 31, 2022 – 2022 Capital Additions Budget.

It was moved by Director Kennedy and seconded by Director Christensen that Capital Projects Report No. HRCS-1 (2022 Budget) be approved for the period December 1, 2022, through December 31, 2022, which included Capital Project C/10252, Excavator Replacement (Hydraulic). Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE CAPITAL
PROJECTS REPORT
NO. HRCS-1 (2022
BUDGET)**

Voting Aye: Chlopek, Christensen, Fuchtman, Gale, Harding,
Kennedy, Mogul, Rusher, Schrock, Troester,
Williams
 Voting Nay: None
 Abstaining: None
 Present But Not Voting: None
 Absent: None

Whereupon the Chair declared the motion carried.

The NPPD Employees' Retirement Plan Document provides that the Board of Directors shall appoint a Trust Fund Committee comprised of seven members, for terms of six years, to oversee the NPPD Retirement Plan. A recommendation for membership on the NPPD Retirement Trust Fund Committee was made to the Customer and Support Services Committee and included the reappointment of Executive Vice President of External Affairs and General Counsel John C. McClure to a new term ending December 31, 2029.

It was moved by Director Kennedy and seconded by Director Williams that the Board reappoint John McClure to the NPPD Retirement Trust Fund Committee, for a six-year term ending December 31, 2029, as presented. Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE
REAPPOINTMENT
OF JOHN McCLURE
TO NPPD
RETIREMENT TRUST**

Voting Aye: Chlopek, Christensen, Fuchtman, Gale, Harding,
Kennedy, Mogul, Rusher, Schrock, Troester,
Williams
Voting Nay: None
Abstaining: None
Present But Not Voting: None
Absent: None

FUND COMMITTEE

Whereupon the Chair declared the motion carried.

Director Williams, Chair of the Customer and Support Services Committee, reported that the Committee also heard reports on the following matters: 1) Commercial Bank/Depository Update ; 2) Transmission Projects; 3) Energy Delivery look-ahead for February 2023; and 4) Retail Business Unit performance.

**CUSTOMER AND
SUPPORT SERVICES
COMMITTEE
REPORT**

Director Chlopek, Chair of the Audit, Risk and Compliance Committee, reported that the Audit, Risk and Compliance Committee met Thursday morning, January 12, 2023. Topics of discussion included the 2023 Board Work Plan and legislative items of interest. The Committee also met with President and Chief Executive Officer Thomas J. Kent to discuss and set his 2023 performance goals.

**AUDIT, RISK AND
COMPLIANCE
COMMITTEE
REPORT**

There being no further business to come before the Board, the meeting was duly adjourned at 1:52 p.m.

**ADJOURNMENT
1:52 P.M.**

Minutes approved at
the meeting of
February 8-9, 2023

_____/s/_____
Jerry L. Chlopek, Chair

_____/s/_____
Aaron D. Troester, Secretary

**REPORT ON RETIREMENTS AND
FORMER DISTRICT EMPLOYEE REHIRS
JANUARY 2023 BOARD MEETING**

RETIREMENTS

1. Todd A. Kurtenbach, Enterprise Technology Auditor, General Office, Columbus, was employed June 20, 1999, and is retiring as of February 7, 2023.
2. David Lewis, Maintenance Shop Specialist, Cooper Nuclear Station, Brownville, was employed July 1, 1985, and is retiring as of February 28, 2023.
3. Jane L. Hartman, Senior Auditor, General Office, Columbus, was employed July 16, 2007, and is retiring as of March 6, 2023.

REHIRS

In accordance with the Board motion approved in February 1988, employees reemployed by the District within one year of their termination date (Including those rehired directly or indirectly as a consultant) require approval of the President. Pursuant to that Board motion, Mr. Kent has approved this rehire:

Robyn Sprunk was hired September 1, 1978, and retired from the position of Enterprise Technology Support Technician at the Columbus General Office on April 29, 2022. Robyn was rehired effective January 1, 2023 as a Board Assistant at the CGO.