

MINUTES OF REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
NEBRASKA PUBLIC POWER DISTRICT
APRIL 10-11, 2024

(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, April 10, 2024.

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 April 4, 2024:

- (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, April 10, 2024, and directed the roll be called:

Present: Jerry L. Chlopek, Sue D. Fuchtman, Mary A. Harding, Rusty M. Kemp, Chris R. Langemeier, Ronald J. Mogul, Jr., Derek S. Rusher, Edward J. Schrock, Aaron D. Troester, Wayne E. Williams

Absent: David D. Gale

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 Board room, for anyone wishing to examine those documents.

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

LEGAL NOTICE
PUBLISHED PRIOR
TO THE MEETING

ROLL CALL,
1:00 P.M., APRIL 10,
2024

ANNOUNCEMENT OF
POSTING OF OPEN
MEETINGS ACT AND
AGENDA

REPORT ON
SYSTEM AND
SAFETY STATUS

Audit, Risk and Compliance Committee Chair Jerry L. Chlopek reported that the Audit, Risk and Compliance Committee met with the District's external auditor and members of staff on Wednesday, April 10, 2024, to review the 2023 Audit Report and Annual Financial Report.

Chris Barello, PricewaterhouseCoopers (PwC) Engagement Partner, reviewed the results of the 2023 audit with the full Board, stating that it was a clean audit and PwC received excellent support from NPPD staff.

It was moved by Director Harding and seconded by Director Langemeier that the Board accept the PwC 2023 Audit Report and approve NPPD's 2023 Annual Financial Report. Votes were cast and recorded as follows:

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

Whereupon the Chairman declared the motion carried.

Director Chlopek, Chair of the Audit, Risk and Compliance Committee, reported that the Audit, Risk and Compliance Committee also reviewed the results of the external quality assessment of Internal Audit Services performed by Honkamp, P.C.; received a legislative update from Executive Vice President of External Affairs and General Counsel John C. McClure, and Governmental Affairs Manager John S. McNally; reviewed the Audit, Risk and Compliance Committee look-ahead for 2024; and discussed President and Chief Executive Officer Thomas J. Kent's performance.

Chair Chlopek asked that the Board consider a revision to 2024 committee assignments to swap Directors Harding and Kemp on Energy Supply and Customer and Support Services Committees.

It was moved by Director Fuchtmann and seconded by Director Langemeier to make changes to 2024 committee assignments, moving Director Harding to Customer and Support Services Committee and Director Kemp to Energy Supply Committee, effective immediately. Votes were cast and recorded as follows:

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

**MOTION (CARRIED):
ACCEPT PwC 2023
AUDIT REPORT AND
APPROVE 2023
ANNUAL FINANCIAL
REPORT**

**MOTION (CARRIED):
APPROVE CHANGES
TO 2024 BOARD
COMMITTEE
ASSIGNMENTS**

Whereupon the Chairman declared the motion carried.

It was moved by Director Fuchtman and seconded by Director Williams that the Board go into Executive Session at 1:15 p.m. to protect the public interest and discuss competitive and proprietary information, contract negotiations, security matters, pending and potential litigation, and receive legal advice. Votes were cast and recorded as follows:

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

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, contract negotiations, security matters, pending and potential litigation, and receive legal advice.

Chair Chlopek announced the executive session was ended at 5:04 p.m., during which nothing was discussed beyond the items declared: competitive and proprietary information, contract negotiations, security matters, pending and potential litigation, and receive legal advice.

The meeting was recessed at 5:05 p.m., to reconvene on Thursday, April 11, 2024, at the Columbus General Office.

APRIL 11, 2024

Chair Chlopek called the regular meeting to order at 10:33 a.m. on Thursday, April 11, 2024, and directed the roll to be called:

Present:	Jerry L. Chlopek, Sue D. Fuchtman, Mary A. Harding, Rusty M. Kemp, Chris L. Langemeier, Ronald J. Mogul, Jr., Derek S. Rusher, Edward J. Schrock, Aaron D. Troester, Wayne E. Williams
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Absent: David D. Gale

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.

**MOTION (CARRIED):
GO INTO EXECUTIVE
SESSION AT
1:15 P.M. TO
PROTECT THE
PUBLIC INTEREST,
DISCUSS
COMPETITIVE AND
PROPRIETARY
INFORMATION,
CONTRACT
NEGOTIATIONS,
SECURITY
MATTERS, PENDING
AND POTENTIAL
LITIGATION, AND
RECEIVE LEGAL
ADVICE**

EXECUTIVE
SESSION ENDED AT
5:04 P.M.

MEETING
RECESSED AT
5:05 P.M.

ROLL CALL,
10:33 A.M., APRIL 11,
2024

ANNOUNCEMENT OF
POSTING OF OPEN
MEETINGS ACT AND
AGENDA

It was moved by Director Harding and seconded by Director Fuchtman to excuse the absence of Director David Gale from the April 2024 Board meeting, due to illness. Votes were cast and recorded as follows:

**MOTION (CARRIED):
EXCUSE ABSENCE
OF DAVID GALE,
APRIL 2024
MEETING**

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

Whereupon the Chair declared the motion carried.

Guests at the meeting included Darin Bloomquist, Nebraska Electric G&T; and Mark Kirby, Butler Public Power District.

**GUESTS
WELCOMED TO
MEETING**

Corporate Safety Manager Bradley J. Palu provided the annual review of Strategic Directive BP-SD-02, Safety, including a review of corporate documents that reiterate NPPD’s commitment to safety and historical safety data with regard to OSHA Days Away Restricted Time (DART) rate, Recordable Incident Rate, and Preventable Vehicle Accident rate.

**REPORT ON
STRATEGIC
DIRECTIVE
BP-SD-02, SAFETY**

Mr. Palu also discussed NPPD’s use of the DuPont Safety Perception Survey, and announced two awards NPPD received based on 2023 safety performance: Nebraska Safest Company Award, and American Public Power Association (APPA) Safety Award of Excellence – Diamond Status.

Environmental Operations and Coordination

Supervisor Jason A. Vanek discussed Strategic Directive BP-SD-05, Carbon Emissions Reductions. BP-SD-05 was approved by the Board of Directors in December 2021, and states the District’s goal of achieving “net zero” carbon emissions from NPPD’s generation resources by 2050. Mr. Vanek reviewed the process for calculating the District’s annual carbon dioxide (CO₂) emissions and presented the carbon emissions of generating resources under NPPD “control” on both a total short tons of CO₂ emitted and CO₂ intensity (lbs. / MWh) basis including effects of offsets, etc. Figures for carbon intensity, CO₂ emissions, and NPPD’s generation mix were presented for calendar year 2023, in relation to annual historical figures from 2014 forward. Overall, NPPD has reduced carbon intensity (lbs. / MWh) from 2005 by 39% (NPPD share) and 57% (NPPD native load), and carbon emissions short tons by 15% (NPPD share) and 49% (NPPD native load).

**REPORT ON
STRATEGIC
DIRECTIVE
BP-SD-05, CARBON
EMISSIONS
REDUCTIONS**

Corporate Environmental Manager Tim F. Rogers provided an update on several environmental rules that impact generation facilities. The discussion included a review of: Greenhouse Gas (GHG) Rules; Regional Haze; PM2.5 (National Ambient Air Quality Standard); Mercury and Air Toxics Standards (MATS); and Effluent Limitation Guidelines (ELG).

ENVIRONMENTAL
RULES UPDATE

Director of Generation Strategies and Research John H. Swanson discussed Strategic Directive BP-SD-11, Research and Development. In addition to the partnership with UN-L and the Nebraska Center for Energy Sciences Research (NCESR), NPPD is pursuing many other initiatives including membership in and collaboration with the Electric Power Research Institute (EPRI), and work with other universities, engineering firms, national laboratories, the Department of Energy, State of Nebraska agencies, and industry groups. Mr. Swanson also reviewed current and ongoing projects in support of the intent of BP-SD-11.

REPORT ON
STRATEGIC
DIRECTIVE
BP-SD-11,
RESEARCH AND
DEVELOPMENT

Executive Vice President of External Affairs and General Counsel John C. McClure provided a summary of the major actions from the 2024 session of the Nebraska Legislature impacting the District.

LEGISLATIVE
UPDATE

Grants Management and Compliance Administrator Jennifer M. Butler-Palu discussed the Inflation Reduction Act (IRA) and Infrastructure Investment and Jobs Act (IIJA), provided updates on several programs and initiatives, including: Energy Improvement in Rural or Remote Areas, Grid Resilience and Innovation Partnerships, Nebraska Department of Environment and Energy Grid Resilience Grant Program, Zero-Emissions Nuclear Power Production Credit, investment and tax credits associated with the battery energy storage system project at the Ainsworth Wind Energy Facility, Solar for All, Climate Pollution Reduction Grant, Department of Energy Carbon Capture Program, and Clean Hydrogen Tax Credit.

IRA/IIJA UPDATE

There were no public comments.

PUBLIC COMMENTS

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

CONSENT AGENDA

- Minutes of February 7-8, 2024, Regular Board Meeting
- June 2024 Regular Board Meeting scheduled for June 12-13, 2024: June 12 at Cooper Nuclear Station, June 13 in Auburn (May 2024 Regular Board Meeting previously scheduled for May 8-9, 2024, in Columbus)
- Ratification/Confirmation of Signatures of Staff Members
- January 2024 Summary of Disbursements
- February 2024 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 Fuchtman and seconded by Director Williams that all items on the consent agenda be approved as listed above. Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE CONSENT
AGENDA**

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

Whereupon the Chair declared the motion carried.

A lunch recess was taken from 11:41 a.m. to 12:45 p.m.

LUNCH RECESS

Director of the Nebraska Center for Energy Sciences Research Dr. George Gogos provided the annual NCESR update to the NPPD Board. Established in 2006, the NCESR’s mission is ‘to conduct energy research that produces new technologies, processes and systems that provide new or significantly enhanced energy sources and improve the quality of life and economic opportunity for Nebraskans’. Dr. Gogos discussed the Cycle 18 (2024-25) process and schedule, reviewed Cycle 18 grant recipients, and provided a preview of Cycle 19 (2025-26) Request for Preproposals. Also discussed were historical impacts of the Center, including the return on investment for NPPD’s annual funding, number of students involved and impacted over the years, number research projects funded and ensuing publications, and a future vision for expanding the NCESR to elevate its national and international visibility.

NCESR UPDATE

President and Chief Executive Officer Thomas J. Kent read an excerpt from NPPD’s “Tools for Nuclear Excellence” pocket guide.

A video outlining accomplishments achieved by the District during the first quarter of 2024 was shown.

REPORT ON FIRST
QUARTER 2024
PERFORMANCE

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.

EMPLOYEE
COUNTS,
RETIREMENTS AND
REHIRE FOR APRIL
2024

Retiree Ron Gunderson addressed the Board and commented on his 42-year career at NPPD.

Pricing and Rates Project Lead Amber D. Smeal reviewed proposed revisions to NPPD’s Formula Rate Template and Implementation Protocols under the Southwest Power Pool (SPP) Open Access Tariff. As a result of Federal Energy Regulatory Commission (FERC) Order 898 regarding the accounting and reporting treatment of certain renewable energy assets, NPPD is proposing to revise its Template to include any new and existing

UPDATE TO NPPD
FORMULA RATE
TEMPLATE AND
IMPLEMENTATION
PROTOCOLS UNDER
SPP OPEN ACCESS

FERC accounts. Additionally, NPPD is proposing language changes to the Implementation Protocols which would make NPPD directly responsible for submitting informational filings to FERC rather than providing the informational filings to SPP for submittal to FERC. Management plans to seek Board approval of the revisions to the Formula Rate Template and Implementation Protocols in May, followed by submittal to SPP and filing with FERC, with a proposed effective date of January 1, 2025.

TARIFF

President and Chief Executive Officer Thomas J. Kent provided a look-ahead of upcoming items for the May 2024 Board meeting.

BOARD AGENDA
LOOK-AHEAD

A legislative overview was provided during the Strategic Business Matters portion of the meeting.

GOVERNMENTAL
AFFAIRS
LEGISLATIVE
REPORT

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

DIRECTORS'
COMMENTS AND
QUESTIONS

The Nuclear Committee of the Whole, chaired by Director Williams, met Thursday, April 10, 2024, from 1:46 to 1:59 p.m., during the Board of Directors meeting.

NUCLEAR
COMMITTEE OF THE
WHOLE

There were no public comments during the Nuclear Committee of the Whole.

PUBLIC COMMENTS

CNS Site Vice President Khalil M. Dia reviewed Contract No. 24-007, Supplemental Welding Services (CNS). Director Williams, Chair of the Nuclear Committee, recommended the following resolution:

RESOLUTION NO. 24-13

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 24-007, Supplemental Welding Services, Cooper Nuclear Station, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed said bids received and it was determined that due to the higher than estimated cost of the bids and District budgetary constraints, the bids were determined to be non-responsive and outside the District budgetary constraints; and

WHEREAS, it would be in the best interest of the District to reject the bids pursuant to Neb. Rev. Stat. Section 70-637.

NOW, THEREFORE, BE IT RESOLVED that the bids submitted on Contract No. 24-007 be and hereby are rejected and that the bid security submitted by the bidders as evidence of good faith be returned to the bidders.

**RESOLUTION
NO. 24-13
(ADOPTED): REJECT
BIDS RECEIVED FOR
CONTRACT
NO. 24-007,
SUPPLEMENTAL
WELDING SERVICES
(CNS)**

BE IT FURTHER RESOLVED that management be and hereby is authorized to reject the bids received.

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

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

Whereupon the Chair of the Nuclear Committee declared Resolution No. 24-13 adopted.

CNS Site Vice President Khalil M. Dia reviewed an Agreement with Conco Services LLC, for inspection, cleaning, and eddy current testing of four main condenser water boxes and five feedwater heat exchangers during the Fall 2024 Refueling Outage (CNS).

It was moved by Director Kemp and seconded by Director Fuchtman to approve the Request for Approval of Procurements for Services, Equipment and/or Materials for Items \$500,000 and Above (Nuclear), as presented. Votes were cast and recorded as follows:

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

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

CNS Site Vice President Khalil M. Dia provided a status update regarding Cooper Nuclear Station.

Director Troester, Chair of the Energy Supply Committee, reported that the Energy Supply Committee met Thursday morning, April 11, 2024.

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

CNS MONTHLY
UPDATE

ENERGY SUPPLY
COMMITTEE

During the Energy Supply Committee meeting, Vice President of Energy Delivery Arthur R. Wiese discussed an engineer's certificate with Siemens Energy, Inc., to inspect and refurbish the steam turbine generator during the Fall 2024 Maintenance Outage at Beatrice Power Station (BPS). Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

RESOLUTION NO. 24-14

WHEREAS, management has determined that it is in the best interest of the District to procure the services to perform the inspection and refurbishment of the Steam Turbine Generator components during the Fall 2024 Maintenance Outage at Beatrice Power Station; 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 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 Siemens Energy, Inc., for the inspection and refurbishment of the Steam Turbine Generator components, in an amount not to exceed \$3,000,000, 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 Troester and seconded by Director Harding that the foregoing resolution be adopted. Votes were cast and recorded as follows:

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

Whereupon the Chair declared Resolution No. 24-14 adopted.

**RESOLUTION
NO. 24-14
(ADOPTED):
APPROVE
ENGINEER'S
CERTIFICATE,
STEAM TURBINE
GENERATOR
INSPECTION (BPS)**

During the Energy Supply Committee meeting, Vice President of Energy Delivery Arthur R. Wiese discussed an engineer's certificate equipment and installation of a nominal 636 MW of additional generating capacity at BPS and/or Sheldon Station. The engineer's certificate, in an estimated amount of \$1.5 billion, would result in at least four separate contracts, all of which would be presented to the Board for future award. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

RESOLUTION NO. 24-15

WHEREAS, management has determined that it is in the best interest of the District to procure services and equipment to engineer, procure, construct, and commission a Reciprocating Internal Combustion Engine and a Simple Cycle Combustion Turbine generation facility as part of the District's Phase 2 capacity addition effort; and

WHEREAS, the District has determined, as certified by a competent engineer, that pursuant to Neb. Rev. Stat. Section 70-637 (4)(a)(ii), the equipment and services being procured are both unique and technologically complex.

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 it is not in the public interest to comply with said Neb. Rev. Stat. Section 70-637 (2).

BE IT FURTHER RESOLVED that management be and hereby is authorized and instructed to enter into competitive negotiations, for and on behalf of the District, with vendors that may be capable of providing reciprocating internal combustion engines, simple cycle combustion turbines, high voltage transformers and vendors that may be capable of performing engineer, procure, construct and commission services for the combined Reciprocating Internal Combustion Engines and Simple Cycle Combustion Turbine generation facility, after first advertising notice pursuant to Nebraska law of its intention to enter into said negotiations, and as a result of the negotiations, bring contracts back to the Board for approval, when the contracts are in a form acceptable to management and 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, Fuchtmann, Harding, Kemp, Langemeier, Mogul, Rusher, Schrock, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	Gale

**RESOLUTION
NO. 24-15
(ADOPTED):
APPROVE
ENGINEER'S
CERTIFICATE,
EQUIPMENT AND
INSTALLATION OF
ADDITIONAL
GENERATING
CAPACITY (BPS
AND/OR SHELDON
STATION)**

Whereupon the Chair declared Resolution No. 24-15 adopted.

During the Energy Supply Committee meeting, two items on the Request for Approval of Procurements for Services, Equipment and/or Materials for Items \$500,000 and Above (Energy Production) were discussed: 1) Amendment No. 2 to the Agreement for Engineering Services for a Reciprocating Internal Combustion Engine (RICE) and Combustion Turbine (CT) Generation Facility Project(s) (Beatrice Power Station and/or Sheldon Station); and 2) Agreement for Rental of Diesel Generators for Zone 5.

It was moved by Director Troester and seconded by Director Schrock to approve the Request for Approval of Procurements for Services, Equipment and/or Materials for Items \$500,000 and Above (Energy Production), as presented. Votes were cast and recorded as follows:

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

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

Whereupon the Chair declared the motion carried.

Director Troester, Chair of the Energy Supply Committee, reported that the Energy Supply Committee also heard reports on the following matters: 1) Energy Supply monthly generation performance; 2) Energy Supply look-ahead for May 2024; and 3) Water supply.

ENERGY SUPPLY
COMMITTEE
REPORT

Director Langemeier, Chair of the Customer and Support Services Committee, reported that the Customer and Support Services Committee met Thursday morning, April 11, 2024.

CUSTOMER AND
SUPPORT SERVICES
COMMITTEE

Director Williams temporarily stepped out of the meeting room.

Accounting Manager Joni J. Davis presented financial performance measures for January 2024 and February 2024, as well as the monthly financial reports.

JANUARY 2024 AND
FEBRUARY 2024
FINANCIAL
STATEMENTS

For January 2024, operating revenues from electric sales were \$2.9 million over budget for the month, firm electric sales were \$1.9 million over budget for the month, and other electric sales were \$1.0 million over budget for the month. Total operating expenses were under budget by \$1.0 million for the month. The balance of the regulatory liability for unearned revenues as of January 31, 2024, was \$258.4 million. This balance represents surplus net revenues to be applied as credits against revenue requirements in future rate periods.

For February 2024, operating revenues from electric sales were \$15.8 million under budget for the month, and \$13.0 million under budget year to date. Firm electric sales were \$6.2 million under budget for the month, and \$4.3 million under budget year to date. Other electric sales were \$9.6 million under budget for the month, and \$8.7 million under budget year to date. Total operating expenses were under budget by \$12.5 million for the month, and \$13.6 million under budget year to date. The balance of the regulatory liability for unearned revenues as of February 28, 2024, was \$249.0 million. This balance represents surplus net revenues to be applied as credits against revenue requirements in future rate periods.

It was moved by Director Langemeier and seconded by Director Fuchtman to accept the January 2024 and February 2024 Financial Statements, as presented. Votes were cast and recorded as follows:

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

**MOTION (CARRIED):
ACCEPT
JANUARY 2024 AND
FEBRUARY 2024
FINANCIAL
STATEMENTS**

Whereupon the Chair declared the motion carried.

Director Williams entered the meeting room. Director Harding left the meeting.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Scott R. Walz reviewed the following Capital Projects Report:

Report No. ED-1	Capital Projects \$500,000 and above not specifically identified in the Budget that require approval by the Board for the period March 1, 2024, through March 31, 2024 – 2024 Capital Additions Budget.
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It was moved by Director Langemeier and seconded by Director Williams that Capital Projects Report No. ED-1 be approved for the period January 1, 2024, through January 31, 2024, which included Capital Project C/9070, Add 115 kV Bay (Scottsbluff Victory Hill Substation). Votes were cast and recorded as follows:

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

**MOTION (CARRIED):
APPROVE CAPITAL
PROJECTS REPORT
NO. ED-1**

Whereupon the Chair declared the motion carried.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Scott R. Walz discussed Contract No. 24-004, Substation Concrete Foundations (Monolith 345 kV Substation). Director Langemeier, Chair of the Customer and Support Services Committee, recommended the following resolution:

RESOLUTION NO. 24-16

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 24-004, Substation Concrete Foundations, 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, completion dates, and the needs of the District, this Board has determined and does hereby find that the estimated base bid of Peak Contracting Group, LLC, Louisville, Nebraska, is the lowest and best evaluated bid on Contract No. 24-004.

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. 24-004 be accepted by the District:

Peak Contracting Group, LLC, Louisville,
Nebraska, estimated base bid price of
\$2,442,001.29.

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.

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 Peak Contracting Group, LLC, as provided in the Contract.

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

**RESOLUTION
NO. 24-16
(ADOPTED): AWARD
CONTRACT
NO. 24-004,
SUBSTATION
CONCRETE
FOUNDATIONS
(MONOLITH 345 kV
SUBSTATION), TO
PEAK
CONTRACTING
GROUP, LLC,
ESTIMATED BASE
BID PRICE OF
\$2,442,001.29**

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

Whereupon the Chair declared Resolution No. 24-16 adopted.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Scott R. Walz discussed Contract No. 24-006, 69/4.16 kV 25 MVA Power Transformer (McCook). Director Langemeier, Chair of the Customer and Support Services Committee, recommended the following resolution:

RESOLUTION NO. 24-17

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 24-006, 69/4.16 kV 6.25 MVA Power Transformer, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, management has studied and analyzed 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 69/4.16 kV 6.25 MVA Power Transformer pursuant to Neb. Rev. Stat. Section 70-637.

NOW, THEREFORE, BE IT RESOLVED that the bids submitted on Contract No. 24-006 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 bidders who submitted a bid under this Contract for the 69/4.16 kV 6.25 MVA Power Transformer, as contemplated by Contract No. 24-006, in an amount not to exceed \$1,250,000 after review and approval by legal counsel.

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

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

**RESOLUTION
 NO. 24-17
 (ADOPTED): REJECT
 BIDS RECEIVED FOR
 CONTRACT NO.
 24-006, 69/4.16 kV
 6.25 MVA POWER
 TRANSFORMER
 (McCOOK), AND
 NEGOTIATE WITH
 BIDDERS IN AN
 AMOUNT NOT TO
 EXCEED \$1,250,000**

Whereupon the Chair declared Resolution No. 24-17 adopted.

In accordance with the Political Subdivision Self-Funding Benefits Act, the Board of Directors must approve an annual report showing the beginning balance, deposits and expenses, and actuarially determined reserve needed to be maintained in the NPPD Hospital-Medical Plan (Plan). During the Customer and Support Services Committee, Total Rewards Manager Brenda M. Sanne reviewed the 2023 Plan income and expense summaries for NPPD's active plans and Other Post-Employment Benefit (OPEB) plans.

It was moved by Director Langemeier and seconded by Director Troester that the Board approve the 2023 NPPD Hospital-Medical Benefit Plan Annual Report, as presented. Votes were cast and recorded as follows:

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

Whereupon the Chair declared the motion carried.

Director Langemeier, Chair of the Customer and Support Services Committee, reported that the Customer and Support Services Committee also heard reports on the following matters: 1) 2016 Wholesale Power Contract – May 1 Reporting Update; 2) Results of NPPD Investment Banking Request for Information; 3) Transmission projects; 4) Energy Delivery look-ahead for May 2024; and 5) Retail Business Unit performance.

Director Williams, Chair of the Board Governance and Strategic Planning Committee, reported that the Board Governance and Strategic Planning Committee met over lunch Thursday, April 11, 2024. The Committee continued discussion of Board approval levels and management delegation, including review of proposed changes to the Financial Management (FM) and Procurement (PRO) corporate policies, agreeing that the revised policies would be brought to the Board for formal consideration in May. The Committee also discussed sealed bid approval requirements and key considerations regarding potential changes to the Board process for sealed bid contracts below \$5 million; and necessary steps for delegation to the President and Chief Executive Officer, should the Committee agree to move forward with clarifying delegation to the CEO and that position's implied authority. The Committee also discussed a proposed Board meeting schedule for 2025.

**MOTION (CARRIED):
APPROVE 2023
HOSPITAL-MEDICAL
PLAN ANNUAL
REPORT**

**CUSTOMER AND
SUPPORT SERVICE
COMMITTEE
REPORT**

**BOARD
GOVERNANCE AND
STRATEGIC
PLANNING
COMMITTEE
REPORT**

Director Schrock, Chair of the Budget Committee, reported that the Budget Committee met Thursday morning, April 11, 2024. Financial Planning Manager Crystal A. Harper presented an overview of the assumptions to be used for the 2025-2030 Rate Outlook, including the rate outlook and budget timeline, goals for the rate outlook process, and key components of the annual budget. Next steps for upcoming committee meetings were also discussed.

BUDGET
COMMITTEE
REPORT

There being no further business to come before the Board, the meeting was duly adjourned at 2:27 p.m.

ADJOURNMENT
2:27 P.M.

_____/s/_____
Jerry L. Chlopek, Chair

Minutes approved at
the meeting of
May 8-9, 2024

_____/s/_____
Janette H. Modelski, Assistant Secretary

**REPORT ON RETIREMENTS AND
FORMER DISTRICT EMPLOYEE REHIRES
APRIL 2024 BOARD MEETING**

RETIREMENTS

1. Laury J. Noble, Plant Technical Services Assistant, Beatrice Power Station, Beatrice, was employed March 22, 2004, and retired as of January 31, 2024.
2. James L. Stough, Continuous Improvement Program Manager, Cooper Nuclear Station, Brownville, was employed January 2, 1997, and is retiring as of April 16, 2024.
3. George D. Kahnk, Engineer IV, Cooper Nuclear Station, Brownville, was employed April 17, 2000, and is retiring as of April 17, 2024.
4. Robert C. McKain, Instrument and Control Technician, Gerald Gentleman Station, Sutherland, was employed December 3, 1984, and is retiring as of April 25, 2024.
5. John M. Taylor, Stores Operations Supervisor, Cooper Nuclear Station, Brownville, was employed October 20, 2003, and is retiring as of April 30, 2024.
6. George A. Tomek, Station Operator, Gerald Gentleman Station, Sutherland, was employed February 10, 1997, and is retiring as of April 30, 2024.
7. Randy L. Hongsermeier, Water Quality Technician, Gerald Gentleman Station, Sutherland, was employed April 1, 1981, and is retiring as of May 16, 2024.
8. Richard D. Frailey, Condition Based Maintenance Technology Owner, Gerald Gentleman Station, Sutherland, was employed January 22, 1979, and is retiring as of May 31, 2024.
9. Ronald O. Gunderson, System Control Manager, Control Center, Doniphan, was employed June 1, 1982, and is retiring as of May 31, 2024.
10. Bary R. Werts, Shift Supervisor, Gerald Gentleman Station, Sutherland, was employed February 1, 1978, and is retiring as of May 31, 2024.
11. Fred L. Zacarola, Environmental Chemist, Cooper Nuclear Station, Brownville, was employed July 17, 2000, and is retiring as of June 16, 2024.
12. Charles F. Miller, Material Handling Supervisor, Sheldon Station, Hallam, was employed May 1, 1990, and is retiring as of July 4, 2024.

REQUIRES

None this month.