

MINUTES OF REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF  
NEBRASKA PUBLIC POWER DISTRICT  
FEBRUARY 7-8, 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 1:03 p.m. on Wednesday, February 7, 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 February 1, 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 1:03 p.m. on Wednesday, February 7, 2024, and directed the roll be called:

Present: Jerry L. Chlopek, Sue D. Fuchtman, 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, Mary A. Harding

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,  
1:03 P.M.,  
FEBRUARY 8, 2024

ANNOUNCEMENT OF  
POSTING OF OPEN  
MEETINGS ACT AND  
AGENDA

REPORT ON  
SYSTEM AND  
SAFETY STATUS

The Energy Authority (TEA) Vice President of Client Services and Chief Client Officer Jamie Mahne presented to the Board information on a branch of TEA called “TEA Solutions”. Because TEA is restricted from serving entities that are not governmental entities, TEA Solutions, Inc. was created to provide services to certain non-public power entities, thereby benefiting TEA Solutions members from the direct sharing of margins. NPPD has been a member of The Energy Authority since 1999, and the Board would be asked to consider action on February 8 to authorize management to investigate membership in TEA Solutions.

TEA SOLUTIONS  
OVERVIEW

Corporate Communications and Public Relations Manager Heidi J. Elliott provided a demonstration of the NPPD Energy Zone website, NPPD’s internal home page, recently redesigned to enhance employee engagement through a digital workspace, including improved navigation and searchability features.

NPPD ENERGY  
ZONE REDESIGN

**It was moved by Director Fuchtman and seconded by Director Williams that the Board go into Executive Session at 2:00 p.m. to protect the public interest and discuss competitive and proprietary information, contract negotiations, personnel matters, pending and potential litigation, and receive legal advice. Votes were cast and recorded as follows:**

**MOTION (CARRIED):  
GO INTO EXECUTIVE  
SESSION AT  
2:00 P.M. TO  
PROTECT THE  
PUBLIC INTEREST,  
DISCUSS  
COMPETITIVE AND  
PROPRIETARY  
INFORMATION,  
CONTRACT  
NEGOTIATIONS,  
PERSONNEL  
MATTERS, PENDING  
AND POTENTIAL  
LITIGATION, AND  
RECEIVE LEGAL  
ADVICE**

|                         |   |
|-------------------------|---|
| Voting Aye:             | Chlopek, Fuchtman, 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 and restated the purpose of the Executive Session: to protect the public interest and discuss competitive and proprietary information, contract negotiations, personnel matters, pending and potential litigation, and receive legal advice.

Immediately following the vote to go into executive session, a recess was taken from 2:00 to 2:08 p.m.

RECESS

Directors Langemeier and Troester left the meeting during executive session, at approximately 3:30 p.m.

Chair Chlopek announced the executive session was ended at 4:54 p.m., during which nothing was discussed beyond the items declared: competitive and proprietary information, contract negotiations, personnel matters, pending and potential litigation, and receive legal advice.

EXECUTIVE  
SESSION ENDED AT  
4:54 P.M.

The meeting was recessed at 4:55 p.m., to reconvene on Thursday, February 8, 2024, at the Columbus General Office.

MEETING  
RECESSED AT  
4:55 P.M.

**FEBRUARY 8, 2024**

Chair Chlopek called the regular meeting to order at 11:33 a.m. on Thursday, February 8, 2024, and directed the roll to be called:

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

Absent: Mary A. Harding

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 and Cara Sealock, Nebraska Electric G&T; John Schmidt, Butler Public Power District; Jon Dockhorn, Burt County Public Power District; Jake Dvorak and Matt Fritz, Niobrara Valley EMC.

General Manager of Retail Services Patrick M. Hanrahan reviewed Federal Energy Regulatory Commission (FERC) Order 719, implemented in 2008 to utilize electric loads as a resource to be bid into the market for revenue, and allow for aggregation of demand response resources. NPPD has developed demand response pilot programs for both its wholesale and retail customer groups, in an effort to provide financial value to customers. Because third-party providers have contacted NPPD retail customers in an effort to aggregate demand response loads, thereby working directly with NPPD's end-use customers, NPPD recommended that the Board of Directors, as the Relevant Electric Retail Regulatory Authority for NPPD Retail, consider a resolution to exercise an opt-out option to prevent aggregators from offering demand response services to NPPD end-use retail customers. Action on the resolution would be requested of the Board later in the meeting.

Sustainable Energy Manager David D. Rich provided information on Climate Pollution Reduction Grants. The Environmental Protection Agency (EPA) set aside \$5 billion grant funding for states, local governments, tribes and territories for development and implementation of Priority Climate Action Plans (PCAP) and Comprehensive Climate Action Plans to reduce greenhouse gas emissions. EPA awarded \$3 million of these funds to the Nebraska Department of Environment and Energy (NDEE) in January 2023, and NDEE has and is currently conducting meetings to gather feedback for priority measures to be included in the state's PCAP. NPPD and other Nebraska utilities are working with NDEE to support development of NDED's PCAP, due March 1, 2024, to EPA.

ROLL CALL,  
11:33 A.M.,  
FEBRUARY 8, 2024

ANNOUNCEMENT OF  
POSTING OF OPEN  
MEETINGS ACT AND  
AGENDA

GUESTS  
WELCOMED TO  
MEETING

REVIEW FERC  
ORDER 719  
RELATED TO  
DEMAND RESPONSE  
SERVICES

EPA CLIMATE  
POLLUTION  
REDUCTION  
GRANT – NDEE  
PROGRAM

Executive Vice President of External Affairs and General Counsel John C. McClure provided a summary of legislative bills of interest to NPPD and provided NPPD's position relative to each bill. Each week during the legislative session, members of staff conduct a call with the Board's Executive Committee to discuss and gather input on bills and NPPD's position.

LEGISLATIVE  
UPDATE

A lunch recess was taken from 12:03 to 12:45 p.m.

LUNCH RECESS

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 January 10-11, 2024, Regular Board Meeting
- No Meeting in March 2024; May 2024 Regular Board Meeting scheduled for May 8-9, 2024, in Columbus (April 2024 Regular Board Meeting previously scheduled for April 10-11, 2024, in Columbus)
- Ratification/Confirmation of Signatures of Staff Members
- December 2023 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 Williams and seconded by Director Fuchtmann 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, Fuchtmann, Gale, Kemp, Langemeier, Mogul, Rusher, Schrock, Troester, Williams |
| Voting Nay:             | None   |
| Abstaining:             | None   |
| Present But Not Voting: | None   |
| Absent:                 | Harding  |

Whereupon the Chair declared the motion carried.

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

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  
FEBRUARY 2024

Executive Vice President and Chief Financial Officer Laura L. Kapustka discussed establishment of a supplemental decommissioning trust fund and agreement for Cooper Nuclear Station, and proposed revisions to the CNS Decommissioning Investment Policy. Ms. Kapustka recommended the following two actions:

**RESOLUTION NO. 24-5**

**RESOLUTION AUTHORIZING A NEBRASKA PUBLIC POWER DISTRICT COOPER NUCLEAR STATION SUPPLEMENTAL DECOMMISSIONING TRUST FUND AGREEMENT**

**RESOLUTION NO. 24-5 (ADOPTED): APPROVE CNS SUPPLEMENTAL TRUST FUND AND AGREEMENT**

WHEREAS, the Nebraska Public Power District (the “District”) is a holder of an operating license for Cooper Nuclear Station, a nuclear generating station which is on the west bank of the Missouri River between Brownville, Nebraska and Nemaha, Nebraska;

WHEREAS, the United States Nuclear Regulatory Commission (“NRC”) has promulgated regulations which require a holder of an operating license to provide assurance that funds will be available when needed for required decommissioning activities;

WHEREAS, the District previously created a trust fund to provide financial assurance for the NRC required decommissioning activities at Cooper Nuclear Station pursuant to a Decommissioning Trust Fund Agreement between the District and U.S. Bank National Association, as successor trustee, dated as of June 1, 1990 (the “NRC Decommissioning Trust Fund Agreement”);

WHEREAS, in order to provide for any additional costs of decommissioning, in addition to the costs covered by the NRC Decommissioning Trust Fund Agreement, the District has elected to create a separate trust fund under a Nebraska Public Power District Cooper Nuclear Station Supplemental Decommissioning Trust Fund Agreement (the “Supplemental Decommissioning Trust Fund Agreement”), dated as of February 8, 2024, between the District and U. S. Bank National Association, as Trustee; and

WHEREAS, the form of the Supplemental Decommissioning Trust Fund Agreement is being presented to this meeting for approval.

NOW, THEREFORE, BE IT RESOLVED by the Nebraska Public Power District as follows:

Section 1. The Supplemental Decommissioning Trust Fund Agreement is hereby authorized and approved in substantially the form submitted to this meeting, subject to and with such changes therein as shall be approved by the President & Chief Executive Officer or the Executive Vice President, Chief Financial Officer & Treasurer, such authorization and approval to be evidenced conclusively by the execution of the Supplemental Decommissioning Trust Fund Agreement. The President & Chief Executive

Officer and the Executive Vice President, Chief Financial Officer & Treasurer be, and each of them hereby is, authorized on behalf of the District to execute and deliver the Supplemental Decommissioning Trust Fund Agreement. All officers of the District, including said officers, are each hereby authorized and directed to carry out or cause to be carried out the obligations of the District under the Supplemental Decommissioning Trust Fund Agreement.

Section 2. The provisions of this Resolution shall take effect immediately.

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

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

Whereupon the Chair declared Resolution No. 24-5 adopted.

**It was moved by Director Langemeier and seconded by Director Mogul to approve revisions to the CNS Decommissioning Investment Policy. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

As a follow-up to a presentation made to the Board on February 7, President and Chief Executive Officer Thomas J. Kent asked the Board for authorization to investigate NPPD’s membership in TEA Solutions. Management would plan to bring a recommendation back to the Board for formal action if it is determined that membership in TEA Solutions would be advantageous to NPPD.

**It was moved by Director Schrock and seconded by Director Langemeier to authorize management to explore membership in TEA Solutions. Votes were cast and recorded as follows:**

**MOTION (CARRIED):  
APPROVE  
REVISIONS TO CNS  
DECOMMISSIONING  
INVESTMENT  
POLICY**

**MOTION (CARRIED):  
EXPLORE  
MEMBERSHIP IN  
TEA SOLUTIONS**

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

Whereupon the Chair declared the motion carried.

During the executive session held February 7, President and Chief Executive Officer Thomas J. Kent discussed compensation for Cristal D. Menke. As the newly-elected Assistant Treasurer of NPPD, approval of Ms. Menke’s salary by a two-thirds majority vote of the Board is required per the provisions of Neb. Rev. Stat. 70-624.

**It was moved by Director Gale and seconded by Director Fuchtman to approve salary and compensation for Assistant Treasurer Cristal Menke, effective March 1, 2024. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

As a follow-up to a presentation made earlier by General Manager of Retail Service Patrick M. Hanrahan regarding Federal Energy Regulatory Commission (FERC) Order 719 Demand Response Services, President and Chief Executive Officer Thomas J. Kent recommended the following resolution:

**RESOLUTION NO. 24-6**

WHEREAS, the Federal Energy Regulatory Commission (FERC) issued Order No. 719 (2008), Order No. 719-A (2009) and Order No. 2222-B (2021) addressing eligibility of demand response resources to participate in organized wholesale electric markets; and

WHEREAS, FERC Order Nos. 719 and 719-A provide, with respect to utilities that exceed 4 million megawatt-hours, that the Relevant Electric Regulatory Authority (RERRA) may "opt-out"; *i.e.*, prohibit, the participation of demand response resources in distributed energy resource aggregation by third party aggregators (TPA) or Aggregators of Retail Customers (ARC); and

**MOTION (CARRIED):  
APPROVE  
COMPENSATION  
FOR CRISTAL  
MENKE**

**RESOLUTION  
NO. 24-6 (ADOPTED):  
EXERCISE OPT-OUT  
PROVIDED IN FERC  
ORDER 719  
REGARDING  
DEMAND RESPONSE  
SERVICES (NPPD  
RETAIL)**

WHEREAS, the District’s Retail Division distributed 4,091,399 megawatt-hours in 2022, thus exceeding the exemption threshold identified in FERC Order Nos. 719 and 719-A; and

WHEREAS, the District’s Retail Division distributed slightly less than 4 million megawatt-hours in 2023; and

WHEREAS, the Board is the RERRA having jurisdiction over and establishing rates and policies for the District’s Retail Division.

NOW, THEREFORE, BE IT RESOLVED that the Board, as the RERRA for the District’s Retail Division, elects to exercise the opt-out option provided in FERC Order Nos. 719 and 719-A that prohibits TPA or ARCs from offering retail customer demand response resources for bid into the Southwest Power Pool (SPP) or any other applicable Regional Transmission Organization (RTO) or Independent System Operation (ISO) market. This opt-out option does not prevent or preclude the District from offering demand response services as the Retail provider.

BE IT FURTHER RESOLVED that management is hereby authorized to prohibit and reject any TPA or ARC from offering the District’s Retail Division load as a demand response resource in the SPP or any other applicable RTO/ISO market.

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

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

Whereupon the Chair declared Resolution No. 24-6 adopted.

President and Chief Executive Officer Thomas J. Kent provided a look-ahead of upcoming items for the April 2024 Board meeting. The NPPD Board is not scheduled to meet in March 2024.

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

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

BOARD AGENDA  
LOOK-AHEAD

GOVERNMENTAL  
AFFAIRS  
LEGISLATIVE  
REPORT

DIRECTORS’  
COMMENTS AND  
QUESTIONS



The Nuclear Committee of the Whole, chaired by Director Williams, met Thursday, February 8, 2024, from 1:10 to 1:32 p.m., during the Board of Directors meeting.

CNS Site Vice President Khalil M. Dia reviewed a resolution for Cooper Nuclear Station's subsequent license renewal application, for submittal to the Nuclear Regulatory Commission. Director Williams, Chair of the Nuclear Committee, recommended the following resolution:

**RESOLUTION NO. 24-7**

WHEREAS, the successful operation of Cooper Nuclear Station has been one of the significant factors in the ability of NPPD to meet its goals of delivering reliable, affordable, resilient and sustainable electricity for the stakeholders of Nebraska; and

WHEREAS, Cooper Nuclear Station's Operating License currently expires in January of 2034 and would require a subsequent license renewal application submittal to be approved by the Nuclear Regulatory Commission (NRC) to continue to operate beyond January 18, 2034; and

WHEREAS, NPPD's approved Integrated Resource Plan (IRP) evaluated the generation resource needs through 2050 and recommended Cooper Nuclear Station to be considered for a subsequent license renewal as well as issued action for management to refine the capital costs assumptions needed to extend the license to allow the safe operation of Cooper Nuclear Station until January of 2054; and

WHEREAS, management has completed a feasibility study investigating the risks, costs, and scope of a subsequent license renewal and concluded the budgetary cost estimate of \$56.4M to develop, submit and receive NRC approval of a subsequent license renewal is bounded by the original assumptions contained in the IRP and that no significant risks were identified to a successful submittal and approval of the subsequent license; and

WHEREAS, the feasibility study also determined that to avoid increased risk to the successful implementation an optimal schedule for the submittal would be to submit the application to the NRC by the end of 2026 which necessitates beginning detailed work on the project as soon as possible.

NOW, THEREFORE, BE IT RESOLVED, that the Board authorizes management to begin the subsequent license renewal application process to extend the end of the operating license of Cooper Nuclear Station from 2034 to 2054.

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

NUCLEAR  
COMMITTEE OF THE  
WHOLE

**RESOLUTION  
NO. 24-7 (ADOPTED):  
AUTHORIZE  
MANAGEMENT TO  
BEGIN  
SUBSEQUENT  
LICENSE RENEWAL  
APPLICATION  
PROCESS, EXTEND  
END OF CNS  
OPERATING  
LICENSE TO 2054**

Voting Aye: Chlopek, Fuchtman, Gale, Kemp, Langemeier, 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 Resolution No. 24-7 adopted.

CNS Site Vice President Khalil M. Dia provided information on an agreement with Global Technical Training Services, for supplemental operations trainers at CNS, through December 31, 2024.

**It was moved by Director Chlopek and seconded by Director Mogul 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, Gale, Kemp, Langemeier, 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.

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

Director Schrock, Chair of the Budget Committee, reported that the Budget Committee met Thursday morning, February 8, 2024.

Director Schrock, Chair of the Budget Committee, recommended the following resolution:

**RESOLUTION NO. 24-8**

WHEREAS, this Board of Directors, pursuant to Board Resolution No. 23-56 adopted on November 9, 2023, approved the 2024 Capital Budget in the amount of \$234,685,829; and

WHEREAS, the management and staff of the District are requesting that the approved 2024 Capital Budget be amended to include an increase to support the new generation timelines and CNS subsequent license extension; and

WHEREAS, the projects to be added to the 2024 Capital Budget include:

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

**CNS MONTHLY  
 UPDATE**

**BUDGET  
 COMMITTEE**

**RESOLUTION  
 NO. 24-8 (ADOPTED):  
 APPROVE 2024  
 AMENDED CAPITAL  
 PROJECTS BUDGET**

- \$117,806,000 for Ainsworth Wind Energy Facility Battery Energy Storage System;
- \$230,031,346 for Reciprocating Internal Combustion Engines and Generator Step-up Transformers;
- \$223,990,508 for Combustion Turbines and Generator Step-up Transformers;
- \$56,350,000 for Cooper Nuclear Station Subsequent License Renewal Application and Implementation; and

WHEREAS, said 2024 Capital Budget would be increased by \$628,177,854 to an approved level of \$862,863,683; and

WHEREAS, the District reasonably expects to reimburse itself for all, or a portion of the 2024 Capital Budget with tax-exempt obligations to be issued in the future; and

WHEREAS, the Internal Revenue Code and applicable regulations require the District to take this action for expenditures in the 2024 Capital Budget to be reimbursed with proceeds of tax-exempt debt.

NOW, THEREFORE, BE IT RESOLVED that:

1. The 2024 Capital Budget as amended be hereby approved.
2. The statements contained in this Resolution with respect to the reimbursement of the expenditures are intended to be statements of official intent as required by, and in compliance with Treasury Regulation Section 1.150-2.
3. The maximum principal amount of tax-exempt obligations expected to be issued for the projects in the 2024 amended capital budget is \$900 million.
4. The District reasonably expects to reimburse itself for expenditures related to the 2024 Amended Capital Budget, as described in this Resolution, with the proceeds of tax-exempt debt to be issued after the date hereof, but this Resolution does not constitute a binding obligation with respect to the issuance of such tax-exempt debt.
5. This resolution shall take effect immediately.

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

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

Whereupon the Chair declared Resolution No. 24-8 adopted.

Director Schrock, Chair of the Budget Committee, reported that during the February 8 Committee meeting, Executive Vice President and Chief Financial Officer Laura L. Kapustka also presented an overview of the 2025-2029 Abbreviated Rate Outlook (ARO), which incorporated NPPD's plans for serving new load growth and other significant changes. The financial results, metrics, and Cooperative Finance Corporation (CFC) impacts for two scenarios were reviewed as part of this update.

Director Troester, Chair of the Energy Supply Committee, reported that the Energy Supply Committee met Thursday morning, February 8, 2024.

During the Energy Supply Committee meeting, Executive Vice President and Chief Operating Officer Michael J. Spencer discussed natural gas agreements for Sheldon Station and the Hallam Combustion Turbine. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

**RESOLUTION NO. 24-9**

WHEREAS, the Hallam Combustion Turbine ("Hallam CT") can use natural gas as the primary fuel for generating electricity and Sheldon Station uses natural gas for flame stabilization and plant heating, which requires that the District enter into new contracts or amend existing contracts for the supply, transportation, and balancing of such natural gas; and

WHEREAS, the existing contracts for the supply, transportation, and balancing of natural gas to the Hallam CT and Sheldon Station expire on March 31, 2024; and

WHEREAS, due to the volatility of the natural gas market, the price of natural gas and transportation changes on a daily basis so proposals from natural gas suppliers are typically valid for one day or less. Management is in the best position to obtain the lowest natural gas, transportation, and balancing price by selecting the price and supplier for the natural gas supply, transportation, and balancing contracts on the same day that the price quotations are received from natural gas suppliers, which prevents a recommendation for contracts with a specific supplier or suppliers from being presented to the Board for approval in advance of entering into a binding agreement with the natural gas supplier with the best price; and

WHEREAS, the natural gas suppliers and transporters for the natural gas supply, transportation, and balancing service to the Hallam CT and Sheldon Station will be determined through negotiations with the various companies which own capacity on the pipeline and that have a potential to supply natural gas to these plants, and that said natural gas supply, transportation, and balancing contracts shall be for a term that shall not begin prior to April 1, 2024, and shall not extend past March 31, 2027; and

ENERGY SUPPLY  
COMMITTEE

**RESOLUTION  
NO. 24-9 (ADOPTED):  
AUTHORIZE  
NEGOTIATIONS FOR  
NATURAL GAS  
AGREEMENTS AT  
SHELDON STATION  
AND HALLAM CT**

WHEREAS, during said period of time management has estimated the cost of such contracts should be in a total amount not to exceed \$2,500,000.

NOW, THEREFORE, BE IT RESOLVED that management be and hereby is authorized to engage in negotiations with selected natural gas suppliers and transporters for the sale, transportation, and balancing of natural gas to the Hallam CT and Sheldon Station for the period of April 1, 2024, through March 31, 2027, in a total dollar amount not to exceed \$2,500,000 and, based on the lowest and best evaluated price and service proposal solicited from said suppliers, to execute new or amend existing natural gas supply, transportation, and balancing contracts for said total amount and duration at such time that said contracts or amendments are in form acceptable to management and legal counsel, and present such contracts or amendments to the Board for ratification.

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

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

Whereupon the Chair declared Resolution No. 24-9 adopted.

During the Energy Supply Committee meeting, Vice President of Energy Delivery Arthur R. Wiese discussed an engineer’s certificate for a Battery Energy Storage System at the Ainsworth Wind Energy Facility. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

**RESOLUTION NO. 24-10**

WHEREAS, management has determined that it is in the best interest of the District to procure services and materials to engineer, procure, construct, and commission a Battery Energy Storage System at the Ainsworth Wind Energy Facility; 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 being procured is 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).

**RESOLUTION  
NO. 24-10  
(ADOPTED):  
AUTHORIZE  
APPROVE  
ENGINEER’S  
CERTIFICATE,  
AINSWORTH WIND  
ENERGY FACILITY  
BATTERY ENERGY  
STORAGE SYSTEM**

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 a Battery Energy Storage System and vendors that may be capable of performing engineer, procure, construct and commission services for the Battery Energy Storage System at the Ainsworth Wind Energy 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 Fuchtmann that the foregoing resolution be adopted. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared Resolution No. 24-10 adopted.

During the Energy Supply Committee meeting, Sustainable Energy Manager David D. Rich provided an overview of a proposed 50 MW battery storage capacity and arbitrage purchase at the Steele Flats Wind Facility. Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

**RESOLUTION NO. 24-11**

WHEREAS, Nebraska Public Power District (the District) anticipates a need for additional generating capacity; and

WHEREAS, the District has entered into a power purchase agreement for wind generated energy with Steele Flats Wind Project, LLC dated January 16<sup>th</sup>, 2013, as amended, to help achieve its strategic goal to produce 10% of its firm energy requirements by 2020 from renewable energy resources; and

WHEREAS, the District has the opportunity to enter into an energy storage agreement with Steele Flats Energy Storage, LLC for 50 MW of battery energy storage collocated at the Steele Flats Wind Project, LLC wind facility with favorable terms to NPPD; and

WHEREAS, management has negotiated with Steele Flats Energy Storage, LLC regarding the pricing in such an energy storage agreement.

**RESOLUTION  
NO. 24-11  
(ADOPTED):  
AUTHORIZE  
MANAGEMENT TO  
EXECUTE ENERGY  
STORAGE  
AGREEMENT WITH  
STEELE FLATS  
ENERGY STORAGE,  
LLC**

NOW, THEREFORE, BE IT RESOLVED that an officer of the District is authorized to execute an energy storage agreement with Steele Flats Energy Storage, LLC in such form and substance that is consistent with this Resolution and acceptable to management and legal counsel and to act in such manner and execute such other agreements or documents as may be necessary to implement this Resolution, and to present such energy storage agreement and other documents to the Board for ratification after execution.

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

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

Whereupon the Chair declared Resolution No. 24-11 adopted.

During the Energy Supply Committee meeting, Vice President of Energy Delivery Arthur R. Wiese discussed Contract No. 24-001, Traveling Water Screens (GGS). Director Troester, Chair of the Energy Supply Committee, recommended the following resolution:

**RESOLUTION NO. 24-12**

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 24-001, Traveling Water Screens, Gerald Gentleman Station, 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 Passavant – Geiger GmbH, Karlsruhe, Germany, is the lowest and best evaluated bid on Contract No. 24-001.

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. 24-001 be accepted by the District:

Passavant – Geiger GmbH, Karlsruhe, Germany,  
firm base bid price of \$3,426,670.

**RESOLUTION  
NO. 24-12  
(ADOPTED): AWARD  
CONTRACT  
NO. 24-001,  
TRAVELING WATER  
SCREENS (GGS), TO  
PASSAVANT-  
GEIGER GmbH, FIRM  
BASE BID PRICE OF  
\$3,426,670**

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 Passavant – Geiger GmbH, as provided in the Contract.

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

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

Whereupon the Chair declared Resolution No. 24-12 adopted.

During the Energy Supply Committee meeting, Director of Cyber Security Wyatt A. Leehy discussed a three-year agreement with Insight Public Sector for Microsoft Enterprise subscriptions, applications, and licenses.

**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), as presented. Votes were cast and recorded as follows:**

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

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 April 2024; and 3) Water supply.

**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**



Director Langemeier, Chair of the Customer and Support Services Committee, reported that the Customer and Support Services Committee met Thursday morning, February 8, 2024.

Accounting Manager Joni J. Davis presented unaudited financial performance measures, as well as the financial report, for December 2023 and year-end 2023, stating that the District realized a deficit of \$6.8 million for the month compared to budget, and a \$67.0 million surplus for the year.

The December 2023 performance measures and monthly financial report indicated that operating revenues from electric sales were \$0.6 million under budget for the month, and \$37.1 million over budget for the year. Firm electric sales were \$4.9 million under budget for the month, and \$2.3 million over budget for the year. Other electric sales were \$4.3 million over budget for the month, and \$34.8 million over budget for the year. Total operating expenses were \$4.9 million over budget for the month, and \$8.1 million under budget for the year. The balance in the Unearned Revenue account as of December 31, 2023, was \$258.3 million. This balance represents surplus net revenues to be applied to revenue requirements in future rate periods.

**It was moved by Director Langemeier and seconded by Director Fuchtman to accept the December 2023 Financial Statements and Year-End Results, as presented. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

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 January 1, 2024, through January 31, 2024 – 2024 Capital Additions Budget. |
|-----------------|---|

CUSTOMER AND  
SUPPORT SERVICES  
COMMITTEE

DECEMBER 2023  
FINANCIAL  
STATEMENTS

**MOTION (CARRIED):  
ACCEPT DECEMBER  
2023 FINANCIAL  
STATEMENTS /  
YEAR-END RESULTS**

**It was moved by Director Langemeier and seconded by Director Gale that Capital Projects Report No. ED-1 be approved for the period January 1, 2024, through January 31, 2024, which included Capital Project C/10592, Reactors for Red Willow 34.5 kV Substation. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Scott R. Walz discussed Southwest Power Pool (SPP) Notification to Construct (NTC) SPP-NTC-220743: 1) Fremont 115/69 kV Transformer Addition, 115 kV Substation and Substation Terminal Upgrades; and 2) GGS-Ogallala 230 kV Transmission Line and Terminal Upgrades.

**It was moved by Director Langemeier and seconded by Director Kemp to accept Southwest Power Pool notification to construct SPP-NTC-220743. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

During the Customer and Support Services Committee meeting, Vice President of Energy Delivery Scott R. Walz discussed SPP-NTC-220763, Tekamah 161 kV Substation Upgrades.

**It was moved by Director Langemeier and seconded by Director Rusher to accept Southwest Power Pool notification to construct SPP-NTC-220763. Votes were cast and recorded as follows:**

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

Whereupon the Chair declared the motion carried.

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

**MOTION (CARRIED):  
ACCEPT SPP  
NOTIFICATION TO  
CONSTRUCT  
SPP-NTC-220743**

**MOTION (CARRIED):  
ACCEPT SPP  
NOTIFICATION TO  
CONSTRUCT  
SPP-NTC-220763**

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) Fourth quarter 2023 NPPD investments and update of financial markets; 2) Transmission projects; 3) Energy Delivery look-ahead for April 2024; and 4) Retail Business Unit performance.

CUSTOMER AND  
SUPPORT SERVICE  
COMMITTEE  
REPORT

Director Chlopek, Chair of the Audit, Risk and Compliance Committee, reported that the Audit, Risk and Compliance Committee met Wednesday afternoon, February 7, 2024, and approved the Internal Audit Services 2024 Audit Plan. The Committee also heard reports on the following: 1) Annual Internal Audit Services update; 2) Enterprise Risk Management Program Road Map; 3) Audit, Risk and Compliance Committee 2024 Work Plan; and 4) Legislative matters at the state level.

AUDIT, RISK AND  
COMPLIANCE  
COMMITTEE  
REPORT

Director Williams, Chair of the Board Governance and Strategic Planning Committee, reported that the Board Governance and Strategic Planning Committee met Thursday morning, February 8, 2024.

BOARD  
GOVERNANCE AND  
STRATEGIC  
PLANNING  
COMMITTEE

**It was moved by Director Williams and seconded by Director Fuchtmann to approve revisions to the following: Enterprise Risk Management (ERM) Policy; Energy Market Risk Management (EMRM) Policy; and EMRM Approved Products and Approved Limits Standard (EMRM-ST-001, confidential). Votes were cast and recorded as follows:**

**MOTION (CARRIED):  
APPROVE  
REVISIONS TO NPPD  
CORPORATE  
POLICIES: ERM,  
ERM, ERM-ST-001**

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

Whereupon the Chair declared the motion carried.

Director Williams, Chair of the Board Governance and Strategic Planning Committee, reported that the Customer and Support Services Committee also heard reports on and discussed the following matters: 1) Continued discussion of Board approval levels and management delegation, including Financial Management (FM) and Procurement (PRO) corporate policies, Procurement and capital project controls, and sealed bid approval requirements; and 2) President and Chief Executive Officer relationships and delegation.

BOARD  
GOVERNANCE AND  
STRATEGIC  
PLANNING SERVICE  
COMMITTEE  
REPORT

There being no further business to come before the Board, the meeting was duly adjourned at 2:07 p.m.

ADJOURNMENT  
2:07 P.M.

\_\_\_\_\_/s/\_\_\_\_\_  
Jerry L. Chlopek, Chair

Minutes approved at  
the meeting of  
April 10-11, 2024

\_\_\_\_\_/s/\_\_\_\_\_  
Aaron D. Troester, Secretary

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

**RETIREMENTS**

1. Gina P. Herrmann, Customer Service and Delivery Representative, Customer Care Center, Norfolk, was employed June 19, 2000, and is retiring as of February 29, 2024.
2. James R. Hotovy, Transmission Services Consultant, General Office, Columbus, was employed May 13, 1985, and is retiring as of February 29, 2024.
3. Jeff E. McCartney, Planner I, Cooper Nuclear Station, Brownville, was employed November 17, 2003, and is retiring as of February 29, 2024.
4. Penni R. Gilbert, Distribution Support Specialist II, O'Neill, was employed August 22, 2011, and is retiring as of March 29, 2024.
5. Jeanne R. Oelsigle, Senior Distribution Support Specialist, Operations Center, Norfolk, was employed March 28, 1997, and is retiring as of March 29, 2024.
6. Kevin G. Bouc, Senior Planner/Scheduler – Enterprise Technology, General Office, Columbus, was employed December 8, 1997, and is retiring as of March 31, 2024.

**REHIRES**

None this month.