

MINUTES OF REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
NEBRASKA PUBLIC POWER DISTRICT
JANUARY 15-16, 2025

(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 1:01 p.m. on Wednesday, January 15, 2025.

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 9, 2025:

- (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 1:01 p.m. on Wednesday, January 15, 2025, and directed the roll be called:

Present: Jerry L. Chlopek, Sue D. Fuchtman, Rob D. Hinrichs, Rusty M. Kemp, Chris R. Langemeier, Ronald J. Mogul, Jr., Kirk D. Olson, Derek S. Rusher, Wayne E. Williams

Absent: Mary A. Harding, Aaron D. Troester

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,
1:01 P.M.,
JANUARY 15, 2025

ANNOUNCEMENT OF
POSTING OF OPEN
MEETINGS ACT AND
AGENDA

REPORT ON
SYSTEM AND
SAFETY STATUS

President and Chief Executive Officer Thomas J. Kent requested that those in attendance observe a moment of silence for two recently deceased NPPD employees: York Senior Substation Technician Dave VanAsperen and recently retired Sheldon Station Material Handling Supervisor Chuck Miller.

The first order of business was election of officers for 2025. Per the District's By-Laws, officer elections shall be conducted at the first meeting of even-numbered years and terms shall be two years; thus, officers elected in January 2024 maintained their seats for 2025: Chair Jerry L. Chlopek; First Vice Chair Wayne E. Williams; Second Vice Chair Chris R. Langemeier; Secretary Aaron D. Troester; and Treasurer Laura L. Kapustka.

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:

Cristal D. Menke*	Assistant Treasurer
Christopher A. Norquest*	Deputy Assistant Treasurer
Mark A. Weeder*	Authorized Signatory
Dawn K. Sucha	Authorized Signatory

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

It was moved by Director Williams and seconded by Director Mogul that the Board confirm the appointments of Cristal D. Menke as Assistant Treasurer; Christopher A. Norquest as Deputy Assistant Treasurer; Mark A. Weeder and Dawn K. Sucha as Authorized Signatories for 2025. Votes were cast and recorded as follows:

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

Whereupon the Chair declared the motion carried.

It was moved by Director Olson and seconded by Director Fuchtman that the Board confirm the appointments of Janette H. Modelski as Assistant Secretary, and Donna M. Jaixen as Deputy Assistant Secretary, for 2025. Votes were cast and recorded as follows:

ELECTION OF OFFICERS

MOTION (CARRIED): CONFIRM APPOINTMENTS OF ASSISTANT TREASURER, DEPUTY ASSISTANT TREASURER, AND AUTHORIZED SIGNATORIES FOR 2025

MOTION (CARRIED): CONFIRM APPOINTMENT OF ASSISTANT SECRETARY AND DEPUTY ASSISTANT SECRETARY FOR 2025

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

Whereupon the Chair declared the motion carried.

Chair Chlopek recommended the following Committee appointments for 2025, to be effective immediately (first person named is Chair; second person named is First Vice Chair; third person named is Second Vice Chair):

2025 BOARD
COMMITTEES

Nuclear (Committee of the Whole):

Williams
Troester
Mogul
Chlopek
Fuchtman
Harding
Hinrichs
Kemp
Langemeier
Olson
Rusher

Finance (Committee of the Whole):

Harding
Rusher
Williams
Chlopek
Fuchtman
Hinrichs
Kemp
Langemeier
Mogul
Olson
Troester

Operations:

Mogul
Williams
Rusher
Harding
Olson

Customer and Corporate Services:

Langemeier
Troester
Fuchtman
Hinrichs
Kemp

Audit, Risk and Compliance:

Chlopek
Williams
Langemeier
Troester

Board Governance and Strategic Planning:

Rusher
Langemeier
Olson
Kemp

It was moved by Director Fuchtman and seconded by Director Langemeier that the foregoing Committee appointments for 2025 be approved, effective immediately. Votes were cast and recorded as follows:

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

Whereupon the Chair declared the motion carried.

Representatives of PricewaterhouseCoopers (PwC), the District’s external auditor, made a presentation focusing on key processes of the 2024 audit of the District’s financial statements. PwC Engagement Partner Christopher Barello and Manager Valerie Tovkach reviewed highlights of PwC’s audit plan, including audit approach and other required communications.

It was moved by Director Langemeier and seconded by Director Kemp that the Board go into Executive Session at 1:34 p.m. to protect the public interest and discuss competitive and proprietary information, contract negotiations, pending and potential litigation, and receive legal advice. Votes were cast and recorded as follows:

**MOTION (CARRIED):
APPROVE
COMMITTEE
APPOINTMENTS
FOR 2025**

**PwC AUDIT PLAN
AND NPPD 2024
FINANCIAL
STATEMENTS**

**MOTION (CARRIED):
GO INTO EXECUTIVE
SESSION AT
1:34 P.M. TO
PROTECT THE
PUBLIC INTEREST,
DISCUSS
COMPETITIVE AND
PROPRIETARY
INFORMATION,
CONTRACT**

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

**NEGOTIATIONS,
PENDING AND
POTENTIAL
LITIGATION, AND
RECEIVE LEGAL
ADVICE**

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, pending and potential litigation, and receive legal advice.

Chair Chlopek announced the executive session was ended at 5:21 p.m., during which nothing was discussed beyond the items declared: competitive and proprietary information, contract negotiations, pending and potential litigation, and receive legal advice.

**EXECUTIVE
SESSION ENDED AT
5:21 P.M.**

The meeting was recessed at 5:25 p.m., to reconvene on Thursday, January 16, 2025, at the Columbus General Office.

**MEETING
RECESSED AT
5:25 P.M.**

JANUARY 16, 2025

Chair Chlopek called the regular meeting to order at 10:00 a.m. on Thursday, January 16, 2025, and directed the roll to be called:

**ROLL CALL,
10:00 A.M.,
JANUARY 16, 2025**

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

Absent: None

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.

**ANNOUNCEMENT OF
POSTING OF OPEN
MEETINGS ACT AND
AGENDA**

Guests at the meeting included Darin Bloomquist, Nebraska Electric G&T; Jon Dockhorn, Burt County Public Power District; Jon Gehring, Clay Gibbs, Butch Gray, Russell Yosten, Mark Palmer, Glen Pfeifer, and Mike Siefken, Cornhusker Public Power District; Chet McWhorter, Cuming County Public Power District; Jerry Dolesh, James Geyer, Mark Johnson, Ray Payne, Joe Thiele, and Rod Zohner, Elkhorn Rural Public Power District; Julie Clausen and Trever Turner, Stanton County Public Power District; and Mike Ebel.

**GUESTS
WELCOMED TO
MEETING**

Executive Vice President of External Affairs and General Counsel John C. McClure discussed the Nebraska Legislature and the 2025 Legislative Session, and recommended the following resolution:

RESOLUTION NO. 25-1

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 protect the interests of electric consumers in Nebraska; and

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 2025 session of the Nebraska Legislature and the 119th 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, supports the continued safe utilization of existing nuclear power plants and supports new nuclear power plant development, utilizing both existing and new designs.
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.

**RESOLUTION
NO. 25-1 (ADOPTED):
APPROVE 2025
LEGISLATIVE/
REGULATORY
POLICY
RESOLUTION**

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 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.

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

13. Supports legislative and regulatory actions 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.

14. Supports legislation specifying factors which may be used to properly differentiate rates and terms based on the characteristics of service.

15. Opposes legislation which restricts the manner in which Nebraska public power utilities may serve electric vehicle charging loads or which provides a preference for entities that are not retail electric utilities to provide such service.

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

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

Whereupon the Chair declared Resolution No. 25-1 adopted.

Mr. McClure further discussed the 2025 Legislative Session and commented on the schedule/calendar, committees and committee chairs, Natural Resources Committee, and new rules for 2025, and also discussed a few items of interest at the federal level.

LEGISLATIVE
UPDATE

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

CONSENT AGENDA

- Minutes of December 11-12, 2024, Regular Board Meeting
- April 2025 Regular Board Meeting scheduled for April 9-10, 2025, in Columbus (February 2025 Regular Board Meeting scheduled for February 12-13, 2025, in Columbus; no Board Meeting in March)
- Ratification/Confirmation of Signatures of Staff Members
- November 2024 Summary of Disbursements
- Summary of Sealed Bid Contracts \$1.5 Million to \$4.99 Million (None)

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 Harding and seconded by Director Fuchtman 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, Hinrichs, Kemp, Langemeier, Mogul, Olson, Rusher, Troester, Williams
Voting Nay:	None
Abstaining:	None
Present But Not Voting:	None
Absent:	None

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 introduced a video highlighting various District accomplishments and achievements for 2024.

NPPD 2024
YEAR-END
PERFORMANCE
REVIEW

President and Chief Executive Officer Thomas J. Kent 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.

JANUARY 2025
RETIREMENTS

Vice President of Strategy and Transformation Conrad L. Saltzgaber discussed the Board's 2025 Work Plan and reviewed a proposed list of education topics for the year.

2025 BOARD WORK
PLAN REVIEW

President and Chief Executive Officer Thomas J. Kent reviewed training programs offered by the American Public Power Association (APPA) and National Rural Electric Cooperative Association (NRECA), and encouraged all Directors to consider training programs to supplement their position on the Board.

DIRECTOR
TRAINING
RESOURCES AND
OPPORTUNITIES

President and Chief Executive Officer Thomas J. Kent discussed 2025 merit pay funding and structure movement. As a follow-up to the presentation made in December 2024, NPPD's compensation team revisited the data and determined that the original recommendations of 3.5% merit funding and 3.0% structure movement were appropriate based on local, regional, and national benchmarking of the Large Public Power Council members and other peers.

2025 MERIT PAY
RECOMMENDATION

President and Chief Executive Officer Thomas J. Kent provided a look-ahead of items for the February 2025 board meeting, as well as a listing of upcoming events of note.

BOARD AGENDA
LOOK-AHEAD

Because of the earlier legislative policy discussion, no additional report on governmental affairs was provided.

GOVERNMENTAL
AFFAIRS /
LEGISLATIVE
REPORT

Directors Kemp and Olson provided comments on the current agricultural economy.

DIRECTORS'
COMMENTS AND
QUESTIONS

There were no public comments.

PUBLIC COMMENTS

The Nuclear Committee of the Whole met Thursday, January 16, 2025, from 10:52 to 10:59 a.m., during the Board of Directors meeting. As Chair of the Nuclear Committee of the Whole, Director Williams assumed control of the 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 discussed a resolution for the purchase of uranium conversion services for CNS, the details of which were discussed with the Board during the January 15, 2025, executive session. Director Williams, Chair of the Nuclear Committee, recommended the following resolution:

RESOLUTION NO. 25-2

WHEREAS, the District is required to procure and maintain a reliable supply of uranium conversion services (uranium concentrates converted to uranium hexafluoride), to operate Cooper Nuclear Station; and

WHEREAS, the current end of the operating license of Cooper Nuclear Station is 2034; and

WHEREAS, the District’s current contract for nuclear conversion services expires in 2026; and

WHEREAS, the District desires to contract to purchase nuclear conversion services, as allowed under United States law, in both long-term contract(s) or spot market purchases to effectively manage the future costs of nuclear conversion services in a volatile and unpredictable market; and

WHEREAS, for this portfolio procurement approach to be effective in the marketplace, the District must be able to respond and act quickly when making purchases to react to and take advantage of market conditions.

NOW, THEREFORE, BE IT RESOLVED that management be and hereby is authorized to:

1. Negotiate during the first half of 2025, contract(s) for long-term uranium conversion services, as allowed under United States law, in minimum quantities to be not less than 2 reload requirements and maximum quantities not to exceed 4 reload requirements for Cooper Nuclear Station. Conversion services for reloads beyond the 2032 reload must be contingent on CNS obtaining approval of subsequent license renewal for operation past 2034.

2. Negotiate spot market purchases of uranium conversion services, as needed and allowed under United State law, through the 2032 core reload to reduce core reload costs in conjunction with any approved long-term uranium conversion contract.

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

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

**RESOLUTION NO. 25-2 (ADOPTED):
AUTHORIZE NEGOTIATIONS FOR NUCLEAR FUEL CONVERSIONS SERVICES FOR CNS**

Whereupon the Chair of the Nuclear Committee declared Resolution No. 25-2 adopted.

CNS Site Vice President Khalil M. Dia provided an update regarding activities at Cooper Nuclear Station and current plant status.

CNS MONTHLY
UPDATE

The Finance Committee of the Whole met Thursday, January 16, 2025, from 10:59 to 11:31 a.m., during the Board of Directors meeting. As Chair of the Finance Committee of the Whole, Director Harding assumed control of the meeting.

NUCLEAR
COMMITTEE OF THE
WHOLE

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

PUBLIC COMMENTS

Controller Meghan R. Matteson presented financial performance measures for November 2024, as well as the monthly financial reports.

For November 2024, operating revenues from electric sales were \$1.6 million better than budget for the month, and \$24.6 million under budget year to date. Firm electric sales were \$1.9 million under budget for the month, and \$15.9 million under budget year to date. Other electric sales were \$3.5 million better than budget for the month, and \$8.7 million under budget year to date. Total operating expenses were under budget by \$0.9 million for the month, and \$65.9 million under budget year to date. The balance of the regulatory liability for unearned revenues as of November 30, 2024, was \$248.0 million. This balance represents surplus net revenues to be applied as credits against revenue requirements in future rate periods.

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

**MOTION (CARRIED):
ACCEPT
NOVEMBER 2024
FINANCIAL
STATEMENTS**

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

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

Ms. Matteson also shared preliminary financial results for December 2024, reporting that the District realized a \$17.0 million deficit, bringing the preliminary year-to-date actual surplus to \$34.8 million.

PRELIMINARY
FINANCIAL RESULTS
FOR DECEMBER
2024

The District applies the use of regulatory accounting in certain situations to include or defer revenues and expenses to a period other than the period in which such dollars would otherwise be recognized, often in an attempt to align revenues and expenses with the time period that benefits are received or costs are incurred, and to help balance impacts on rates. Controller Meghan R. Matteson presented information and requested the Board's authorization to utilize regulatory accounting for two items: 1) Zero-Emission Production Credits as part of the Inflation Reduction Act of 2022 (IRA), Section 45U; and 2) NPPD's Annual Incentive Program (AIP). Director Harding, Chair of the Finance Committee, recommended the following resolution:

RESOLUTION NO. 25-3

WHEREAS, Nebraska Public Power District (District) applies accounting guidance issued by the Government Accounting Standards Board that allows the use of regulatory accounting, with the District Board (Board) approval, to include or defer revenues and expenses to a period other than the period in which these revenues and expenses would be otherwise recognized; and

WHEREAS, Management has determined that it is prudent to use regulatory accounting for the two items described herein to help "smooth" rate impacts and/or align revenues and expenses with the time that benefits are received or costs are incurred and

WHEREAS, these items include: 1) Zero-Emission Production Credits, as defined by the Internal Revenue Service (IRS); and 2) favorable budget variances related to the District's Annual Incentive Program (AIP); and

WHEREAS, the Inflation Reduction Act of 2022 created section 45U, the "Zero-Emission Nuclear Power Production Credit", which is based on an existing nuclear power facility's gross receipts, for electricity produced at said facility and sold to an unrelated person in tax years beginning after December 31, 2023; and

WHEREAS, the final regulations have not yet been issued by the IRS for these credits but it is reasonable for the District to expect to receive these certain credits for sales of electricity produced from nuclear power commencing in 2024; and

WHEREAS, Management has determined that it is prudent to use regulatory accounting to recognize a regulatory liability on its financial statements for any such credits until the costs for which these revenues will cover are designated and approved by the Board either in Board approved budgets or other Board action; and

WHEREAS, the regulatory liability will be depleted and ultimately eliminated as revenues are recognized to cover designated nuclear, new generation or other strategic initiative costs as authorized by the Board; and

**RESOLUTION
NO. 25-3 (ADOPTED):
APPROVE USE OF
REGULATORY
ACCOUNTING FOR
45U NUCLEAR
CREDITS AND AIP
FUNDS**

WHEREAS, costs are budgeted and included in rates for the District’s Annual Incentive Program (AIP); and

WHEREAS, there may be years in which a favorable variance or surplus results when the amounts included in rates for the AIP are more than the actual amounts paid for AIP; and

WHEREAS, Management has determined that it is prudent to use regulatory accounting to recognize a regulatory liability on its financial statements for the amount of any favorable AIP variance, which will be used to provide funding for future AIP amounts to smooth the rate impact on customers for these costs; and

WHEREAS, the regulatory liability will be depleted and ultimately eliminated as revenues are recognized to fund AIP costs and approved by the Board either in Board approved budgets or other Board action.

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes and approves the use of regulatory accounting for Zero-Emission Nuclear Power Production Credits and the Annual Incentive Program.

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

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

Whereupon the Chair of the Finance Committee declared Resolution No. 25-3 adopted.

Treasury and Finance Manager Cristal D. Menke provided an update on NPPD’s commercial bank/depositories and trustees. There were no recommended changes to the commercial banks or depositories.

COMMERCIAL BANK/DEPOSITORY UPDATE

Executive Vice President and Chief Financial Officer Laura L. Kapustka discussed one look-ahead item for February, associated with Other Post-Employment Benefits (OPEB).

FEBRUARY 2025 LOOK-AHEAD

A lunch recess was taken from 11:31 a.m. to 12:20 p.m.

LUNCH RECESS

Director Mogul, Chair of the Operations Committee, reported that the Operations Committee met Thursday morning, January 16, 2025.

OPERATIONS COMMITTEE

During the Operations Committee meeting, Vice President of Energy Production Arthur R. Wiese reviewed the following Capital Projects Report:

Report No. OP-1 Capital Projects \$500,000 and above not specifically identified in the Budget that require approval by the Board for the period December 1, 2024, through December 31, 2024 – 2024 Capital Additions Budget.

It was moved by Director Mogul and seconded by Director Williams that Capital Projects Report No. OP-1 (2024 Budget) be approved for the period December 1, 2024, through December 31, 2024, which included Capital Project C/10939, Unit 1 Reheat Outlet Bank Replacement (GGS). Votes were cast and recorded as follows:

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

Whereupon the Chair declared the motion carried.

During the Operations Committee meeting, Vice President of Energy Production Arthur R. Wiese discussed Contract No. 24-025, Reheat Vertical Outlet Replacement for the GGS Unit 1 boiler. Director Mogul, Chair of the Operations Committee, recommended the following resolution:

RESOLUTION NO. 25-4

WHEREAS, pursuant to and in accordance with law, bids on Contract No. 24-025, Reheat Vertical Outlet Replacement Unit 1 Boiler for Gerald Gentleman Station, have been duly invited, received, opened, read, and tabulated; and

WHEREAS, only one bid was received and it was determined that the bid contained significant exceptions and is considered non-responsive; and

WHEREAS, it would be in the best interest of the District to reject the bid and negotiate a contract for the Reheat Vertical Outlet Replacement Unit 1 Boiler for Gerald Gentleman Station pursuant to Neb. Rev. Stat. Section 70-637.

**MOTION (CARRIED):
APPROVE CAPITAL
PROJECTS REPORT
NO. OP-1 (2024
BUDGET)**

**RESOLUTION
NO. 25-4 (ADOPTED):
REJECT BIDS AND
NEGOTIATE
CONTRACT
NO. 24-025, REHEAT
VERTICAL OUTLET
REPLACEMENT,
UNIT 1 BOILER
(GGS)**

NOW, THEREFORE, BE IT RESOLVED that the bid submitted on Contract No. 24-025 hereby is rejected as being non-responsive to the bid documents, and that the bid security submitted by the bidder as evidence of good faith be returned to the bidder.

BE IT FURTHER RESOLVED that management be and hereby is authorized to negotiate with the bidder who submitted a bid under this Contract for the Reheat Vertical Outlet Replacement Unit 1 Boiler for Gerald Gentleman Station, as contemplated by Contract No. 24-025, in an amount not to exceed \$19,995,775, after review and approval by legal counsel.

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

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

Whereupon the Chair declared Resolution No. 25-4 adopted.

Details of contract negotiations for the procurement of Reciprocating Internal Combustion Engine (RICE) were discussed with the Board during the January 15, 2025, executive session. Director Mogul, Chair of the Operations Committee, recommended the following resolution:

RESOLUTION NO. 25-5

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 (RICE) and a Simple Cycle Combustion Turbine generation facility as part of the District’s Phase 2 capacity addition effort; and

WHEREAS, Resolution No. 24-15, adopted at the April 2024 Board meeting, approved an engineer’s certification as part of this effort, and as part of the scope of this engineer’s certification, management was authorized to enter into negotiations with vendors capable of providing RICE units for a combined Reciprocating Internal Combustion Engines and Simple Cycle Combustion Turbine generation facility, and as a result of the negotiations, bring contracts back to the Board for award and approval, when such contracts were in a form acceptable to management and legal counsel; and

**RESOLUTION
NO. 25-5 (ADOPTED):
AUTHORIZE
MANAGEMENT TO
EXECUTE
CONTRACTS FOR
THE PROCUREMENT
OF RICE UNITS
UPON COMPLETION
OF NEGOTIATIONS**

WHEREAS, the District issued a request for proposal to vendors capable of providing RICE engines and appurtenant equipment, including key electrical, structural, ductwork, and emission control equipment; and

WHEREAS, management is still engaged in confidential negotiations with more than one vendor, and advised the Board during an executive session held January 15, 2025, of the confidential pricing and technical information; and

WHEREAS, due to time limitations and long lead times for equipment, management desires to be in the position to immediately execute the contract(s) for the RICE engines and appurtenant equipment after negotiations have been concluded and the contract(s) are in final form and substance.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of Nebraska Public Power District hereby authorizes management to execute contract(s) related to providing RICE engines and appurtenant equipment when said contract(s) are in a form and substance acceptable to management and legal counsel, in an amount not to exceed the dollar amounts presented to and discussed with the Board of Directors during an executive session held January 15, 2025.

BE IT FURTHER RESOLVED that such final contract(s) shall be reported to the Board following completion of negotiations.

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

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

Whereupon the Chair declared Resolution No. 25-5 adopted.

Director Mogul, Chair of the Operations Committee, reported that the Energy Supply Committee also heard reports on the following matters: 1) Production monthly generation performance; 2) Generation projects; 3) Water supply; 4) Renewable projects; 5) Transmission projects; and 6) Operations look-ahead for February 2025.

OPERATIONS
COMMITTEE
REPORT

Director Langemeier, Chair of the Customer and Support Corporate Committee, reported that the Customer and Corporate Services Committee met Thursday morning, January 16, 2025.

CUSTOMER AND CORPORATE SERVICES COMMITTEE

During the Customer and Corporate Services Committee, General Manager of Retail Services Patrick M. Hanrahan discussed the District’s membership in the Public Alliance for Community Energy (ACE) organization, and the need to change NPPD’s representative on the ACE Board of Directors due to a retirement. Director Langemeier, Chair of the Customer and Corporate Services Committee, recommended the following resolution:

RESOLUTION NO. 25-6

**RESOLUTION NO. 25-6 (ADOPTED):
APPOINT GRANT FLAMIG AS NPPD’S REPRESENTATIVE ON ACE BOARD OF DIRECTORS**

WHEREAS, Nebraska Public Power District (District) is a participant to an Interlocal Agreement (Agreement) executed in 1998 that created the Public Alliance for Community Energy (ACE), an alliance of public power districts or incorporated cities and villages in the State of Nebraska or other states, which among other things, allows the participants to cooperate mutually to coordinate the operation of energy resources and facilities to assure an available and economical supply of energy to meet their joint requirements; and

WHEREAS, pursuant to the terms of said Agreement, the Board of Directors of ACE shall consist of one representative and one alternative representative designated by each participant; and

WHEREAS, Stanley A. Clouse and Chris M. Hegert are the District’s currently designated representative and alternate representative, respectively, and the District needs to designate a replacement for Mr. Clouse because he has retired.

NOW, THEREFORE, BE IT RESOLVED that Grant L. Flamig is hereby appointed as the District’s representative to the ACE Board of Directors.

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

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

Whereupon the Chair declared Resolution No. 25-6 adopted.

Director Langemeier, Chair of the Customer and Corporate Services Committee, reported that the Customer and Support Services Committee also heard reports on the following matters: 1) Retail Business Unit performance; and 2) Employee counts.

CUSTOMER AND CORPORATE SERVICE COMMITTEE REPORT

Director Chlopek, Chair of the Audit, Risk and Compliance Committee, reported that the Audit, Risk and Compliance Committee met Wednesday morning, January 15, 2025. The Committee approved the 2025 Internal Audit Services 2025 Audit Plan. Discussion items included: 1) Annual Internal Audit Services update and required communications; 2) PricewaterhouseCoopers required communications to the Audit, Risk and Compliance Committee; 3) Review of revisions to two NPPD corporate policies, Electric Reliability Compliance Program and Enterprise Risk Management, in advance of Board action in February 2025; and 4) Legislative update.

AUDIT, RISK AND COMPLIANCE COMMITTEE REPORT

Director Rusher, Chair of the Board Governance and Strategic Planning Committee, reported that the Board Governance and Strategic Planning Committee met Thursday morning, January 16, 2025. Items of discussion included: 1) Review of revisions to two NPPD corporate policies, Financial Management and Data Governance, in advance of Board action in February 2025; 2) Review of 2025 Board Governance and Strategic Planning Committee 2025 work plan; and 3) Review of the remaining 12 NPPD corporate policies, all with no changes to be recommended.

BOARD GOVERNANCE AND STRATEGIC PLANNING COMMITTEE REPORT

There being no further business to come before the board, the meeting was duly adjourned at 12:29 p.m.

ADJOURNMENT 12:29 P.M.

_____/s/_____
Jerry L. Chlopek, Chair

Minutes approved at the meeting of February 12-13, 2025

_____/s/_____
Aaron D. Troester, Secretary

**REPORT ON RETIREMENTS AND
FORMER DISTRICT EMPLOYEE REHIRES
JANUARY 2025 BOARD MEETING**

RETIREMENTS

1. Dennis L. Miller, Senior Quality Assurance Auditor, Cooper Nuclear Station, Brownville, was employed March 28, 2005, and is retiring as of March 16, 2025.
2. Colleen R. Morris, Billing Analyst, General Office, Columbus, was employed September 16, 1971, and is retiring as of March 16, 2025.
3. Jay R. Dring, Engineering and Asset Manager – Delivery, General Office, Columbus, was employed January 11, 1988, and is retiring as of March 31, 2025.

REHIRES

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 and Chief Executive Officer. Pursuant to that Board motion, Mr. Kent has approved this rehire:

Roger Engler was employed April 3, 1989, and resigned from the position of Temporary Planner/Scheduler - Delivery at McCook on February 29, 2024. Roger was rehired as a Temporary Planner/Scheduler - Delivery at McCook, effective December 19, 2024.