

**APPROVED REGULAR MEETING MINUTES**  
**BOARD OF DIRECTORS - WHEAT BELT PPD**

**MAY 27, 2011**

The regular monthly meeting of the Board of Directors of Wheat Belt Public Power District was called to order at 9:00 a.m., Friday, May 27, 2011, at the District Headquarters, 2104 Illinois Street, Sidney, Cheyenne County, Nebraska.

**ROLL CALL**

The following Directors were present:

Bernie Fehringer  
John Gortemaker  
Jim Hass  
Stuart Morgan

Paul Robinson  
Doug Smith  
Dennis Zimmerman, Absent

Also present were Tim Lindahl, General Manager; Carolyn Hostetler, Chief Financial Officer; Earl Reilly, Operations Manager; Jeff Dickinson, IT Technician; Jim Weeda, Meter Technician; and Debra Schlaman, Cost/Financial Accounting Assistant.

Debra Schlaman recorded these Minutes at the request of Board Secretary, Stuart Morgan.

Doug Smith, President, declared a quorum present.

Attention of the Directors and attendees was directed to the Open Meetings poster.

**APPROVAL OF AGENDA**

Lindahl asked that Policy C-9 be presented for discussion and asked for an Executive Session. Hass made a motion to approve the agenda as amended. Gortemaker seconded the motion. Yea: All present. Motion carried.

**NOTICE OF MEETING**

Notice of this meeting was given by publication in the Sidney Sun-Telegraph on Tuesday, May 17, 2011, and proof of publication showing such notice as published is attached and thereby made a part of these Minutes. Gortemaker made a motion to waive the reading of the meeting notice. Fehringer seconded. Yea: All present. Motion carried.

## **INTRODUCTION OF GUESTS**

Smith introduced Colt Alexander, Construction Lineman.

## **APPROVAL OF APRIL 22nd MINUTES**

Morgan moved to waive the reading of the April 22, 2011, Board Meeting Minutes, and that they be approved as presented. Fehringer seconded the motion. Yea: All present. Motion carried.

## **MANAGER'S REPORT**

Personnel: Personnel level is at 27 active full-time, one part-time.

Lindahl reported on a rate analysis for potential new Tri-State rates. A lengthy discussion was held concerning Tri-State rates and transition rates. Lindahl was directed to proceed to notify the large commercial accounts of a possible rate change, which may go into effect next year.

Lindahl reported that he had contacted Tim Texel with the Power Review Board, Jay Holmquist with NREA, and Tom Sonntag, Wheat Belt's attorney, for their opinions on our ability to transfer transmission assets to Tri-State. Following discussion, Lindahl was directed to go forward based on Statute, on a net book value basis. Lindahl explained the concerns of Tom Sonntag found in the 55 page contract. Environmental issues were discussed and Fehringer stated that Wheat Belt should inform Tri-State of any known environmental issues. Directors also felt that Tri-State should conduct an inspection of all assets and any possible environmental issues. Lindahl explained the issue with liens and encumbrances on our assets.

Lindahl was directed to negotiate the Tri-State 115 kv Asset Transfer Contract with changes and bring the amended contract back to the Board next month.

Financials: The financial report was presented under separate cover. The financials were reviewed and discussed. Lindahl and Hostetler answered questions.

Legislative: LB229, a Bill that allows the Department of Natural Resources to apply for Environmental Trust Fund dollars to be deposited into the Water Resources Cash Fund passed.

LB386, a Bill to establish a statewide internship program aimed at keeping more educated young adults in Nebraska received Senators final approval.

Lindahl reported that the NRECA Legislative event resulted in Congressman Smith and Congressman Fortenberry signing a letter to maintain RUS funding and lift restrictions to lend for fossil fuel generation.

Redistricting is the other debate being discussed.

### **CONSTRUCTION, MAINTENANCE & OPERATIONS REPORT**

Reilly reviewed the major outages, maintenance and operations for the previous month.

Reilly reported on the construction crews' work activity for the past month.

Reilly attended the Advisory Committee Meeting for the Lineman School in Alliance. Nineteen of twenty students graduated. The one student had knee surgery and could not complete the climbing portion of the class. There are twenty students registered for the 2011-2012 class.

### **BUSINESS REPORT**

Wieser was not present at the meeting and Lindahl reviewed her report. Lindahl reported that Wieser had received three requests to take advantage of the Irrigation Testing Policy. Lindahl asked for irrigation demand charge write-offs in the amount of \$1,692.07 on three accounts. Fehringer made a motion to write-off irrigation demand charges on three accounts in the amount of \$1,692.07. Hass seconded the motion. Yea: All present. Motion carried.

### **METERING, INFORMATION AND TECHNOLOGY REPORT**

Jim Weeda reported for Jeff Rosenbaum. A single phase repeater was installed on the southwest circuit off the Sidney Substation and picked up readings from 29 more meters. We received a lightning strike on the Chappell Sub on the 17<sup>th</sup> and as a result, we had no communications.

Dickinson reviewed his Information and Technology report and answered questions. Most of his time had been spent on construction of the new web site and the domain controller build. Smith asked how progress was coming on the building security. Dickinson is still researching options.

### **EXECUTIVE SESSION**

An executive session was called for by Robinson and seconded by Gortemaker at 11:05 a.m., to discuss an employee retirement plan. It was the consensus of the directors to go into executive session by a roll call vote.

The meeting resumed at 11:25 a.m.

## SAFETY ISSUES

The May 13, 2011, Safety Meeting Minutes were reviewed and discussed. Director Robinson attended the meeting.

## MEETING REPORTS

Morgan reported on the May Tri-State Board Meeting. A lengthy discussion and questions and answers followed.

Lindahl attended the Western United Board Meeting, the Tri-State Managers' Meeting, the NRECA Legislative Conference, the Nebraska Water Balance Meeting and the NRD/Utility Managers Joint Meeting. Meeting reports were presented in the Board packet.

## POLICIES & RESOLUTIONS

**Policy C-19: Customer Requested Service Connections or Disconnects After Business Hours.** Fehringer moved to adopt Policy C-19 as amended. Robinson seconded the motion. Yea: All present. Motion carried.

**Policy D-1: Director Compensation and Expense Report Approval.** Robinson moved to adopt Policy D-1 as amended. Gortemaker seconded the motion. Yea: All present. Motion carried.

**Policy D-2: Director Insurance; Policy D-3: Student Scholarships; Policy D-4: Selection of General Manager; Policy D-7: Director Elections; Policy D-8: Director Absence from Meetings; Policy D-9: Electronic Communication; and Policy D-13: Non-Director Officers.** Gortemaker moved to readopt Policy D-2, Policy D-3, Policy D-4, Policy D-7, Policy D-8, Policy D-9 and Policy D-13. Hass seconded the motion. Yea: All present. Motion carried.

**Policy D-5: Board of Directors' Duties and Policy D-5 Appendix A: The Wheat Belt Board Evaluation Instrument.** Morgan moved to adopt Policy D-5 and Appendix A as amended. Fehringer seconded the motion. Yea: All present. Motion carried.

**Policy D-6: Board of Directors/General Manager Relationship and Policy D-6 Appendix A: Chief Executive Officer/General Manager Performance Appraisal.** Robinson moved to adopt Policy D-6 and Appendix A as amended. Gortemaker seconded the motion. Yea: All present. Motion carried.

**Policy D-10: Reliability Standards.** Morgan moved to adopt Policy D-10 as amended. Hass seconded the motion. Yea: All present. Motion carried.

**Policy D-11: Director Technology.** Gortemaker moved to adopt Policy D-11 as amended. Fehringer seconded the motion. Yea: All present. Motion carried.

**Policy C-9: Disconnect for Nonpayment.** Fehringer moved to adopt Policy C-9 as amended. Robinson seconded the motion. Yea: All present. Motion carried.

## **STRATEGIC ISSUES**

The Interim Strategic Planning Session notes were included in the Board packet. Lindahl will create a task list for direction for the next year.

NREA Strategic Planning Issues: Lindahl was presented with several issues to present to Scott Luecal, of Luecal Consulting, who is conducting the Strategic Planning Session, for consideration.

## **FUTURE MEETINGS & TRAINING**

Lindahl reviewed the list of future Director meetings and training. A suggestion was made of rotating who attends meetings.

## **ELECTION OF DELEGATES**

No changes were made to the current Delegate listing.

## **MAY BOARD MEETING ADJOURNMENT**

There being no further business to come before the Board, the President declared the meeting adjourned at 12:20 p.m.

ATTEST:

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Doug Smith, President

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Stuart Morgan, Secretary