

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

**APRIL 24, 2009**

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, April 24, 2009, 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

Also present were Tim Lindahl, General Manager; Pam Wieser, Business Manager; Carolyn Hostetler, Chief Financial Officer; Ryan Borges, Staking Engineer; and Debra Schlaman, Financial Accounting Assistant.

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 for an addition to the agenda for approval of a Resolution granting him the authority to submit and certify to the RDUP, any and all data required by RDUP Form 674. Fehringer made a motion to approve the agenda as amended. Robinson 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 Saturday, April 11, 2009, and proof of publication showing such notice as published is attached and thereby made a part of the minutes. Robinson made a motion to waive the reading of the notice. Hass seconded. Yea: All present. Motion carried.

**INTRODUCTION OF GUESTS**

Lindahl introduced John Rabaglia, U. S. Department of Agriculture Rural Development Field Representative.

**APPROVAL OF MARCH 27<sup>th</sup> BOARD MINUTES**

Morgan moved to waive the reading of the March 27, 2009, Board meeting minutes, and that they be approved as presented. Gortemaker seconded the motion. Yea: All present. Motion carried.

**MANAGER ' S REPORT**

Personnel: Lindahl reported on the on-going Fraud case. The internal investigation has been completed through 2007. Hostetler will continue to investigate from 2006 to 2004. Lindahl will discuss the issue further in Executive Session.

Lindahl informed the Board that Deryl Travis and Mark Churchill have left Smith Barney and formed a company called Arbor Wealth Management. They are aligned now with Wells Fargo as independent brokers. They would like to retain our business with the 401K and our bond portfolio. All of the funds would remain the same and the record keeper, Asensus would also remain the same. Written comments were solicited from the employees and Lindahl reported their concerns relating to the 401K. After discussion by the directors, Fehringer made a motion to move the 401K and the Wheat Belt investment portfolio from Smith Barney to Arbor Wealth Management. Robinson seconded the motion. Yea: All present. Motion carried.

Lindahl reported that the auditors would like to conduct their audit report with the Board in May. They have requested that this be done by teleconference. Copies of the audit report were mailed to the directors following the meeting for review prior to the May meeting. The Board approved an “every other year” teleconference audit report.

Lindahl asked for clarification on the health benefits regarding Aavo Taaler’s early retirement package negotiated with the Board. Whether the medical deductible reimbursement is included in the on-going coverage of a retired employee utilizing their sick bank. A lengthy discussion followed. Hass made a motion to reimburse the medical deductible to Taaler. Morgan seconded the Motion. Yea: Morgan, Zimmerman, Hass and Smith. Nay: Gortemaker,

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Robinson, and Fehring. Motion carried.

Lindahl reported on the NREA Manager's meeting he attended where a discussion was held concerning a communications plan. A plan was developed by Jody Severnson for the consumer education to prevent a carbon type tax and other related policy from occurring. The general consensus of the communicators of the NREA suggests that we make a joint effort to educate our consumers. This would be an ongoing effort with the justification being that if we pool our resources, we can achieve more than individual campaigns. This could be a basic educational message package investment by Wheat Belt of approximately \$4,000. A lengthy discussion followed with the directors agreeing that we need to "get the facts to our customers," and that it would be more productive to do it through NREA.

Mr. Rabaglia explained to the directors the process required to file Form 7 electronically by authorized personnel. Lindahl introduced the Resolution granting Lindahl the authority to submit and certify to the RDUP, any and all data required by RDUP Form 674. This Resolution also assigns Hostetler as the Security Administrator for the purpose of complying with RDUP Form 674. Fehring made a motion to approve the Resolution making Lindahl responsible for submitting and certifying Form 7 to RDUP. Robinson seconded the motion. Yea: All present. Motion carried.

Financials: The March financials included in the Board book were thoroughly discussed. Questions from last month concerning the January and February financials were researched and answered/explained by Lindahl.

Bond Proposals: As per the Strategic Plan, Lindahl presented several scenarios for RUS loan repayment with Bonds, for discussion purposes only. Hostetler and Mr. Rabaglia explained the process. Staff was directed to research the project further and report to the Board next month. There will be a meeting with Ameritas and RUS to look into all of our questions so that an informed decision may be made.

Legislative: Lindahl reported that the net metering bill advanced to the general file. Discussion followed.

Sealed bids for projects: Fehring asked that NREA be contacted concerning situations under the revised sealed bid law concerning projects.

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

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Borges reviewed the construction, maintenance and operations for the previous month. He also reported on the April blizzard outages. Fehringer said “Thank You” to the crews for working during the storm.

Tree trimming has been completed.

Meetings: Reilly was not present at the Board meeting as he was attending an accreditation meeting in Sioux Falls, SD.

Borges will attend the Tri-State Managers meeting with Lindahl.

Weyerts Substation: Borges is still working with the landowner to purchase the .25 acres. It was determined that the landowner will receive fair market value for the land.

Borges voiced concerns about the net metering and individuals with wind generation rates. He has received four inquiries concerning rates on generation and interconnection.

### **BUSINESS REPORT**

Wieser reported that the Ag Social After-Hours was well attended again this year.

The 2009 Scholarship winners and Touchstone awards winners were listed in the Board packet.

Wieser reported on the hiring of a replacement customer service assistant.

A bankruptcy issue was brought up by a director and discussed. Wieser has not received notification, to date. Wieser will contact attorney Sonntag to draft a document on the property discussed to subordinate any claim against title insurance that may be warranted.

### **INFORMATION AND TECHNOLOGY REPORT**

Bond's I.T. report was reviewed.

### **EXECUTIVE SESSION**

A motion to go into Executive Session was called for by Robinson at 11:27 a.m. for the general manager's review and an update on the fraud case. Motion was seconded by Morgan. Yea: All present. Motion carried.

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The meeting resumed at 11:50 a.m.

Following the executive session, Fehringer made a motion to approve a \$100,000 per year salary for Lindahl effective May 1, 2009. Robinson seconded the motion. Yea: All present. Motion carried.

### **MEETING REPORTS**

Morgan reported on the April Tri-State Board Meeting. Questions and discussion followed.

Lindahl reported on the New CEO Orientation seminar he attended. This conference was for new CEO's and was sponsored by CFC, NRTC and NRECA.

Lindahl gave a report on the Basin Manager's Meeting he attended.

### **SAFETY ITEMS**

The April 10, 2009, Employee Safety Meeting Minutes were reviewed and thoroughly discussed. The 2009 Directors' Safety Meeting Schedule was reviewed.

### **POLICIES & RESOLUTIONS**

**Policy C-18: Dissemination of Customer Information:** Morgan made a motion to adopt Policy C-18 as amended. Hass seconded the motion. Yea: All present. Motion carried.

**Policy C-19: Customer Requested Service Connections or Disconnects After Business Hours; Policy C-20: Service Sizing Request (Single Customer); Policy C-21: Energy Efficiency Credit Rebates; Policy C-22: Reward for Damage Reporting:** Morgan moved to readopt Policy C-19, Policy C-20, Policy C-21, Policy C-22. Hass seconded the motion. Yea: All present. Motion carried.

**Policy C-23: Net Metering:** Fehringer moved to adopt Policy C-23 as amended. Robinson seconded the motion. Yea: All present. Motion carried.

Policy C-23 will be evaluated in the future following Legislation decisions.

### **STRATEGIC ISSUES**

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AMI Update: Lindahl showed a Google Earth update of the installations at the Dalton Substation and Lewellen Substation accounts. Installation in the Oshkosh and Wildhorse Substations will begin soon.

**FUTURE MEETINGS & TRAINING**

Lindahl reviewed the list of future Director meetings and training.

**APRIL BOARD MEETING**

There being no further business to come before the Board, the President declared the meeting adjourned at 12:17 p.m.

ATTEST:

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Doug Smith, President

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Stuart Morgan, Secretary