

APPROVED REGULAR MEETING MINUTES

BOARD OF DIRECTORS - WHEAT BELT PPD MARCH 26, 2021

The regular monthly meeting of the Board of Directors of Wheat Belt Public Power District was called to order by President Brian Zimmerman, at 8:30 a.m., Friday, March 26, 2021, at the District Headquarters, 11306 RD 32, Sidney, Cheyenne County, Nebraska.

ROLL CALL

The following Directors were present:

Sean Blackburn
Marcus Milanuk
Stuart Morgan

Toni Blomenkamp
Moe Moffat
Brian Zimmerman

Also present were Lacey Gulbranson, Interim General Manager and Manager of Corporate Services; Carolyn Hostetler, Chief Financial Officer; Earl Reilly, Operations Manager; Ryan Borges, Staking Engineer; Kelli Chaon, Customer Engagement Manager; Jim Weeda, Technology Manager; Liz Skov, Accountant; and Jason Weigle, Business Support Analyst.

Debra Schlaman recorded these Minutes at the request of the Board Secretary. Jason Weigle recorded the latter half of the Minutes due to computer issues, and during the afternoon Board training session.

All stood for the Pledge of Allegiance to the Flag.

President Brian Zimmerman declared a quorum present.

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

APPROVAL OF AGENDA

Milanuk made a motion to approve the Agenda as presented. Morgan seconded the motion. Roll call vote: Yea: All present. Motion carried.

OATH OF OFFICE

President Zimmerman asked Director Blackburn to recite the Oath of Office. The Oath of Office was executed and notarized and will be filed with the Secretary of State.

NOTICE OF MEETING

Notice of the meeting was by publication in the Sidney Sun-Telegraph on Wednesday, March 17, 2021, and proof of publication showing such notice as published is attached and thereby made a part of these Minutes. Morgan made a motion to waive the reading of the meeting notice. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

INTRODUCTION OF GUESTS

Attorney, Kendra Strommen was present. Liz Skov, the new accountant was also present. The Directors introduced themselves to Liz Skov.

APPROVAL OF FEBRUARY 26, 2021, BOARD MINUTES

A motion was made by Milanuk to waive the reading and to approve the February 26, 2021 Board Minutes as published. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

APPROVAL OF MARCH 12, 2021, SPECIAL BOARD MEETING MINUTES

A motion was made by Milanuk to waive the reading and to approve the March 12, 2021, Special Board Minutes as published. Blackburn seconded the motion. Roll call vote. Yea: All present. Motion carried.

Public Hearing & Comment Period

No one appeared before the Board.

BOARD EDUCATION

Weigle reviewed the structure of the three Board Orientation workshops to be held after the March, April, and May Board meetings. He then reviewed the core responsibilities and legal requirements of board membership; the hierarchy of governance within which Wheat Belt exists, and how policy, process, and procedure fit together.

GENERAL MANAGER SEARCH

Policy D-4: Selection of General Manager, was discussed.

The Board discussed the process for the general manager search. Gulbranson noted that the management team asked for an employee volunteer to serve on the Interview Committee. Management conducted ballot voting for the employee representative, and Gulbranson abstained. Chaon was voted the primary representative with Waite as the alternate.

Board members received printed copies of the applications for General Manager. Each Director is to bring a list of up to six candidates to the April Board meeting for a committee to collate and review.

President Zimmerman changed the order of the Agenda, moving the Executive Session until 10:00 a.m. to accommodate the schedule of Attorney Jason Gray who attended via teleconference.

INTERIM GENERAL MANAGER’S REPORT

Financials

The Financial report was distributed under separate cover. Hostetler is still waiting for Auditor approval to proceed to close the year 2020 financials. The Auditor plans to be present at the April meeting to present the final report.

Gulbranson reported that the Cost of Power report was changed. The updated report will provide more information regarding indicators of state of the business and better decision-making information. The old report is an operational report and will continue to be used, and copies will be available at the meetings if needed.

The Cash Requirements Report has been updated and will provide more information regarding indicators of state of the business and better decision-making information. The old report is an operational report and will continue to be used. A few copies will be available at the meetings if needed.

Gulbranson reported that an updated quote was received for replacement of the front doors, which was significantly less than the first quote. A budget exception of an additional \$3,000 was approved with a motion by Morgan. Milanuk seconded the motion. Roll call vote: Yea: All present. Motion carried.

The Arbor Wealth Investment team usually comes in April to report to the Board. Gulbranson asked if the Directors felt that Mark Churchill needed to appear before the Board. It was suggested that maybe a phone meeting could be conducted instead of having Mr. Churchill appear in person.

CoBank Documents

CoBank provided updated documents for the line of credit that needed officer signatures. All officers had to sign the incumbency sheets.

Legislative & Regulatory

The Nebraska Legislature has determined their priority bills for this season. The list that NREA will be tracking was included in the Board book.

Employee Engagement

Gulbranson reported that we have contracted with Jamie Weingart, JNW Consulting, for leadership development and employee engagement. Jamie will work with the management team and employees on taking responsibility, leadership management training, engaging employees on accountability and expectations.

Other

Gulbranson welcomed Sean Blackburn to the Board.

NONDISCLOSURE AGREEMENTS

Weigle reported. Currently there are several policies, and staff would like to condense the relevant parts into a stand-alone policy. Recommendations are to create a training session to be delivered during a monthly safety meeting in order to bring current employees up to date on a new policy. The Board would receive the same training at a regular Board meeting. The safety meeting signature sheet and the approved minutes would become the official record of training for current employees. New employees will receive the policies and provide written acknowledgement which will be placed in their personnel file (similar to the Safety Manual acknowledgement form.)

Consensus of the Board was for staff to proceed with the consolidation of policies to be presented to the Directors for approval.

Weigle recommended obtaining legal assistance if the Board wanted to pursue post-employment anti-defamation and non-disclosure policies due to Wheat Belt being a public entity and a political subdivision of the State.

STRATEGIC PLAN UPDATE

Gulbranson reviewed key elements of the report in the Board book.

Customer Engagement

Gulbranson and Chaon reported on the upcoming 75th Anniversary Celebration Open House activities planned for June 5th at the Wheat Belt Headquarters from 6:00 a.m. to 11:00 a.m.

POWER SUPPLY REPORTS

Tri-State Board Meeting

Morgan discussed his report in the Board book. Questions and discussion

followed. Tri-State made a response to FERC on the buyout number. Gulbranson also reported.

MEETING REPORTS

The NREA Minutes of the Board of Directors Virtual GoTo Meeting were included in the Board book.

Blomenkamp reported on the NRECA annual business meeting she virtually attended. Blomenkamp reported on the NRECA Directors Conference which she virtually attended.

Morgan attended the Western States Power meeting as the voting delegate at the NRECA virtual meeting and reported.

Gulbranson reported on the Tri-State new CEO Orientation meeting. Gulbranson noted that Tri-State has offered to have an orientation session at their offices.

A break was taken at 9:50 a.m.

The meeting resumed at 10:00 a.m.

Executive Session

An Executive Session was called at 10:00 a.m. by Moffat to discuss a FERC legal matter. Milanuk seconded the motion. Roll call vote: Yea: All present. Motion carried.

Attorney Jason Gray joined the meeting by teleconference at 10:00 a.m.

Gulbranson and Strommen remained for the Executive Session. Morgan left the meeting at 10:22 a.m. and returned at 11:20 a.m.

A motion was made by Moffat and seconded by Blomenkamp to resume the meeting at 11:20 a.m. Roll call vote: Yea: All present. Motion carried.

POLICIES AND RESOLUTIONS

Policy C-9: Disconnect for Nonpayment: The due date, delinquent date and time of disconnect were revised. Additional detail was included in the Corporate Services report. Policy C-9 will be effective July 1, 2021. Blackburn made a motion to approve Policy C-9 with the noted changes. Morgan seconded the motion. Roll call vote: Yea: All present. Motion carried.

Policy C-18: Dissemination of Customer Information; C-20: Service Sizing Requests (Single customer); Policy C-22: Reward for Damage Reporting;

Policy C-23: Net Metering; Policy C-24: Irrigation Capacitor Rebate Program; and Policy C-25: Irrigation Disconnect Rebate Program. A motion was made by Milanuk to readopt Policies C-18, C-20, C-22, C-23, C-24. and C-25, with no recommended changes. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

Policy C-19: Customer Requested Service Connections or Disconnects After Business Hours: Policy C-19 was modified to reflect current practices and wording. A motion was made by Milanuk to approve Policy C-19 with recommended changes. Blackburn seconded the motion. Roll call vote: Yea: All present. Motion carried.

Policy C-21: Energy Efficiency Credit Rebates: A motion was made by Milanuk to readopt Policy C-19 which was modified to reflect current practices. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

Policy C-26: Double Throw Installation: Policy C-26 was modified to reflect current practices and clarify wording. A motion was made by Milanuk to readopt Policy C-26. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

SAFETY ISSUES and SAFETY MEETING MINUTES

The March 10, 2021, Safety Meeting Minutes were included in the Board book and were reviewed. Training: Zoll AED Plus and Interactive Inside/Outside equipment matching.

Reilly reviewed the report and he and Morgan noted the educational program regarding field equipment was excellent and enjoyed by all participants.

DEPARTMENT REPORTS

OPERATIONS & MAINTENANCE

Reilly reviewed the report in the Board Book. Regarding the new cold storage building, Reilly reported that additional funding was needed for another walk-in door, electrician costs, asphalt millings and shelving in the amount of \$15,000. Reilly asked for an exception to the budget to cover the additional costs. A motion was made by Morgan to approve the exception to the budget in the amount of \$15,000. Blackburn seconded the motion. Roll call vote: Yea: All present. Motion carried.

Construction, Maintenance & Operations

Borges reviewed his report in the Board book. Borges reported on a request from a customer for a 34kW solar farm at his seed facility. It will be a three-

phase project and require net metering. Borges recommended that the Board approve a variance for the project due to the 34kW size being higher than what is allowed in Board policy.

Morgan asked if Wheat Belt would still be within its five percent allocation for Tri-State. Gulbranson and Borges stated what Wheat Belt would be in compliance. A motion was made by Moffat to approve the variance to policy for a 34kW net metering connect. Milanuk seconded the motion. Roll call vote: Yea: All present. Motion carried.

CORPORATE SERVICES REPORT

Customer Engagement

Gulbranson reviewed the report in the Board book. Gulbranson and Chaon discussed upcoming statement changes and how they related to Wheat Belt's mobile app.

METERING, INFORMATION and TECHNOLOGY

Weeda reviewed his IT/Metering report in the Board book.

FUTURE MEETINGS, TRAINING & ARRANGEMENTS

Beyond the materials included in the Board book, Weigle reviewed the NREA materials received after the Board book was created and distributed. NREA will be holding its May Board meeting in Norfolk. The packet of materials was placed in the Board folder. There was not a registration deadline, but the hotel block is open until April 17th or until filled.

LUNCH

The meeting was suspended for lunch at 11:55 a.m.

BOARD ORIENTATION TRAINING SESSION

Vice-President Morgan assumed control of the meeting due to the departure of Zimmerman. The afternoon Board Orientation training session began at 1:00 p.m.

The next Board meeting will be Friday, April 23, 2021, beginning at 8:30 a.m.

MARCH BOARD MEETING ADJOURNMENT

There being no further business to come before the Board, the Vice-President

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declared the meeting adjourned at 2:20 p.m.

ATTEST:

Brian Zimmerman, President

Brian Moffat, Secretary