

APPROVED REGULAR MEETING MINUTES

**BOARD OF DIRECTORS - WHEAT BELT PPD
APRIL 23, 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, April 23, 2021, at the District Headquarters, 11306 RD 32, Sidney, Cheyenne County, Nebraska.

ROLL CALL

The following Directors were present:

Sean Blackburn
Jennifer Eckhardt
Brian Moffat
Brian Zimmerman

Toni Blomenkamp
Marcus Milanuk
Stuart Morgan

Also present were Lacey Gulbranson, Interim General Manager and Manager of Corporate Services; Carolyn Hostetler, Chief Financial Officer; Earl Reilly, Operations 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.

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.

Zimmerman welcomed Eckhardt to the Board.

APPROVAL OF AGENDA

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

OATH OF OFFICE

President Zimmerman asked Director Eckhardt 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, April 14, 2021, and proof of publication showing such notice as published is attached and thereby made a part of these Minutes. Milanuk made a motion to waive the reading of the meeting notice. Blackburn seconded the motion. Roll call vote: Yea: All present. Motion carried.

INTRODUCTION OF GUESTS

Mark Churchill, Arbor Wealth, reported via telephone at 9:45 a.m.

Mike Skow and Jessica Bruegger from Dana F. Cole, reported at 11:15 a.m.

APPROVAL OF MARCH 26, 2021, BOARD MINUTES

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

Public Hearing & Comment Period

No one appeared before the Board.

BOARD EDUCATION

Weigle presented a brief session on assumptions and how not addressing them in decision making can lead to other issues.

GENERAL MANAGER SEARCH

The Board discussed the next steps in the general manager search. Each Director compiled a list of names from the applications. A committee was established consisting of Board members Moffat as Chairman, Blackburn and Eckhardt, and employee Chaon. Attorney Strommen will be consulted as needed. The committee will meet to finalize the candidate list, establish their processes, and begin the interview process.

INTERIM GENERAL MANAGER'S REPORT

Gulbranson began with:

Gulbranson and Weigle are working on the disclosure policy.

Gulbranson and Chaon attended the NRECA Legislative Conference virtually and reported.

Tri-State Buydown Open Season

The Tri-State Buydown Open Season was discussed by Morgan and Gulbranson.

Employee Engagement

Gulbranson reported that Jamie Weingart, JNW Consulting, will be conducting more training in April and May, to continue with the action planning.

Financials

The Financial report was distributed under separate cover. Gulbranson reported that the preliminary final financial numbers were received from the Auditors.

Morgan questioned the 2020 year-end numbers, particularly the line items relating to attorney fees.

Gulbranson reported that the storm adder reduced income in December, as did true up for losses which are delineated in December.

Other

Gulbranson reported that the Tri-State Shoshone methodology numbers were received after the March meeting and she reported what the numbers mean to Wheat Belt. Buyout amounts and methodology were discussed by Morgan.

Gulbranson reported on the quarterly CEO meeting with Tri-State and a CEO orientation meeting that she attended.

BANK SIGNATORIES

A motion was made by Milanuk to add Sean Blackburn and Jennifer Eckhardt to Wheat Belt's bank accounts. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

As the meeting was ahead of schedule, President Zimmerman moved agenda items around to accommodate the scheduled times of the guest presenters.

STRATEGIC PLAN UPDATE

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

Blomenkamp asked about the Gridstream meters reading 26 hours behind. Gulbranson explained, and the problem has been resolved.

A coffee break was taken at 9:31 a.m.

The meeting resumed at 9:45 a.m.

INVESTMENT REPORT

Mark Churchill from Arbor Wealth attended the Board meeting via teleconference. Introductions by the Directors to Churchill were conducted. Gulbranson explained who Churchill is and what services he provides for Wheat Belt.

Churchill reviewed his notes and documentation included in the Board book. He reported on his perspective as to what he sees in interest rates in the future. Questions and discussion followed.

Executive Session

An Executive Session was called at 10:29 a.m. by Moffat to discuss a FERC legal matter. Milanuk seconded the motion. Roll call vote: Yea: All present. Motion carried.

Gulbranson remained for the Executive Session. Morgan left the meeting at 10:30 a.m. and returned at 11:10 a.m.

A motion was made by Milanuk and seconded by Blackburn to resume the meeting at 11:16 a.m. Roll call vote: Yea: All present. Motion carried.

AUDIT REPORT

Introductions of auditors Mike Skow and Jessica Bruegger from Dana F. Cole were conducted. Skow reviewed the preliminary audit report documentation provided to the Directors. Final report is waiting on completion of an internal audit.

Wheat Belt received a “clean opinion.”

A motion was made by Blackburn to enter into an Executive Session at 11:46 a.m. to discuss the Audit with the Auditor. Milanuk seconded the motion. Roll call vote: Yea: All present. Motion carried.

The meeting resumed at 11:50 a.m. with a motion by Milanuk and a second by Blackburn. Roll call vote: yea: All present. Motion carried.

Milanuk motioned to approve the preliminary audit as the final audit with the adjustment to uncollectible accounts, assuming there are no further changes to the final audit. Blomenkamp seconded the motion. Roll call vote: Yea: All

present. Motion carried.

STATED RATE TARIFF SETTLEMENT WITH TRI-STATE

A motion was made by Milanuk that in the event Tri-State's Board of Directors approves the Final Stipulation and Agreement of Settlement in Tri-State's Stated Rate/WESCs Proceedings which Wheat Belt received on April 23, 2021, Wheat Belt will not oppose the subsequent FERC filing of that Settlement Agreement. Eckhardt seconded the motion. Roll call vote: Yea: Blackburn, Blomenkamp, Milanuk, Moffat, Eckhardt and Zimmerman. Morgan abstained. Motion carried.

A lunch break was taken at 11:55 a.m.

The meeting resumed at 12:30 p.m.

POWER SUPPLY REPORTS

Tri-State Board Meeting

Morgan discussed his report which was included in the Board book. Questions and discussion followed.

An imbalance market was reported on by Gulbranson and Morgan.

Tri-State provided Gulbranson with a presentation on the buyout costs, and cost of power analysis for Kit Carson and Delta Montrose.

MEETING REPORTS

Gulbranson and Weigle attended a PREMA Board meeting and will be attending Roosevelt's Board meeting on Tuesday, April 27th. They hope to attend a Dawson Board meeting sometime later in the year.

POLICIES AND RESOLUTIONS

Policy C-27: Line Interference/Harmonics; C-28: Billing Adjustments; Policy C-29: Request for District Information; Policy D-4: Selection of General Manager; Policy D-5: Board of Directors Duties; and Policy D-5A: Wheat Belt Board Evaluation. A motion was made by Morgan to readopt Policies C-27, C-28, C-29, D-4, D-5. and D-6, with no recommended changes. Blackburn seconded the motion. Roll call vote: Yea: All present. Motion carried.

Policy D-1: Director Compensation & Expense Report Approval: Policy D-1 was a full rewrite for clarification. Gulbranson and Weigle noted that the section on compensation for clothing was inadvertently removed. Discussion around this

concluded it makes more sense to have this wording included in an operating policy on clothing and personal protective equipment.

Policy D-2: Director Insurance: Changes were made to Policy D-2 to modify the timing of changes to NRECA coverage.

Policy D-3: Student Scholarship: Policy D-3 was updated to reflect actual operations.

A motion was made by Milanuk to approve Policy D-1, D-2 and D-3, with the recommended changes. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

SAFETY ISSUES and SAFETY MEETING MINUTES

The April 9, 2021, Safety Meeting Minutes were included in the Board book and were reviewed. Training: Bob Hessler with Safetyline Consultants conducted trenching, shoring/confined space entry.

Reilly discussed the Safety Meeting report in the Board book. Gulbranson asked Blomenkamp to discuss her take on the discussion around the employee satisfaction survey held during the Safety Meeting. Jamie Weingart, who is conducting Wheat Belt's leadership program, will be asked to attend a future Board meeting to discuss the survey results and subsequent actions.

Reilly reported on the Safety Directors Update meeting he attended. Reilly was appointed to the JT&S Committee until the end of 2022.

Morgan asked about the Air Force project that was mentioned in the Safety report regarding underground burial of electric lines to the Air Force's missile complexes. The Air Force has not allocated dollars to the project to date, so only discussion at this point.

DEPARTMENT REPORTS

Construction, Maintenance & Operations

Reilly reviewed the report in the Board book. The 2021 quarterly Construction Work Plan Budget was included in the Board book for review.

CORPORATE SERVICES REPORT

Customer Engagement

Gulbranson reported on an account that was heaved up in 2001, but the rate was not changed. An adjustment will need to be made to the account, and legal

counsel will be sought if needed.

A question was posed concerning a scholarship recipient, and Strommen will be contacted on that issue also.

METERING, INFORMATION and TECHNOLOGY

Weeda reviewed his IT, Metering and Security report in the Board book.

FUTURE MEETINGS, TRAINING & ARRANGEMENTS

Weigle reviewed the new format for Board Book calendars based on observation of the PREMA meeting materials. Gulbranson highlighted several meetings that have been cancelled since the calendar was created.

Milanuk and Zimmerman will both be attending the NREA meeting in Norfolk as well as Reilly and Gulbranson.

Gulbranson would like to attend the CFC Summer Summit in San Antonio.

Eckhardt inquired about attending the NREA Strategic Planning session in July.

ELECTION OF DELEGATES AND OTHER ORGANIZATIONAL ITEMS

Following discussion, Milanuk made a motion to appoint Gulbranson as the voting delegate to NSCS, replacing Lindahl. Zimmerman will remain as the alternate. Moffat seconded the motion. Roll call vote: Yea: All present. Motion carried.

BOARD ORIENTATION TRAINING SESSION

Due to the length of the meeting, the full board orientation session will be rescheduled until after the June meeting. Weigle reviewed a fact sheet from the Nebraska Secretary of State related to Morgan's question about holding multiple public offices. Finances will be discussed at the May Board meeting.

The next Board meeting will be Friday, May 28, 2021, beginning at 8:30 a.m.

APRIL BOARD MEETING ADJOURNMENT

There being no further business to come before the Board, the President declared the meeting adjourned at 1:35 p.m.

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ATTEST:

Brian Zimmerman, President

Brian Moffat, Secretary