

Unapproved Minutes
Board of Directors Annual Meeting via Virtual Conference
Municipal Energy Agency of Nebraska
January 20, 2022 – 9:00 a.m. (CT)

Due to directed health concerns surrounding the COVID-19 pandemic, in lieu of an in-person meeting, a virtual conference meeting of the Municipal Energy Agency of Nebraska (MEAN) Board of Directors and Executive Committee was held January 20, 2022 at 9:00 a.m. (CT). Notice of the meeting was given to committee members by e-mail and the public was advised by publication both print and on-line in the Lincoln *Journal-Star* newspaper and website. The notice and agenda were posted upon issuance in the NMPP Energy office and kept continually current, and, was available for public inspection at the NMPP Energy office, the designated public meeting site, 8377 Glynoaks Drive, Lincoln, Nebraska. Instruction to join the meeting via GoToMeeting or by virtual conference, along with a link to a copy of the Nebraska Open Meetings Act was provided in the public notice, and links to an electronic copy of the agenda, all documents being considered at the meeting, and the current version of the Open Meetings Act were made available on NMPP Energy’s Public Meeting Information website.

MEAN BOARD OF DIRECTORS

CALL TO ORDER

Chairman Tom Goulette called the meeting to order at 9:07 a.m. (CT). Pursuant to Section 84-1412(8) of the Nebraska Open Meetings Act, a current copy of the Open Meetings Act was posted in the meeting room and made available to the public.

ROLL CALL

A quorum was declared with 37 of the 57 Directors in attendance.

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| 1. Brader, Chris – Pender | 20. Kohrs, Jeff – Nebraska City |
| 2. Brestel, Rod – Callaway | 21. Langhorst, Matt – Glenwood Springs |
| 3. Bridge, Kirby – Alliance | 22. Lee, Andrew – Curtis (Arrived 9:38 a.m.) |
| 4. Brinkman, Bart – Shickley | 23. Lockmon, Bob – Stuart |
| 5. Carpenter, Ron – Haxtun | 24. Mader, Perry – Mitchell (Arrived 9:38 a.m.) |
| 6. Christoff, Tyler – Aspen | 25. Messbarger, Robert – Fairbury |
| 7. Davison, Pat – Imperial | 26. Nation, Brent – Fort Morgan |
| 8. DePue, James – Wray | 27. Ourada, Tom – Crete |
| 9. DesPlanques, Chris – Indianola | 28. Palmer, Mike – Sidney |
| 10. Dowis, Will – Gunnison | 29. Prettyman, John – Yuma |
| 11. Dunn, Edward – Grant | 30. Rodman, Chris – Wall Lake |
| 12. Farley, Larry – Denver | 31. Rust, Todd – Chappell (Arrived 9:30 a.m.) |
| 13. Goulette, Tom – West Point | 32. Suppes, Adam – Delta |
| 14. Hartwell, Carrie – Julesburg | 33. Tarr, Jeremy – Plainview |
| 15. Hinton, Bill – Kimball | 34. Thomas, Eugene – Ansley |
| 16. Hoffman, Duane – Oxford | 35. Waldow, Blake – Broken Bow (Arrived 9:38 a.m.) |
| 17. James, Nathan – Morrill | 36. Wenzel, Darrel – Waverly |
| 18. Kerr, Jim – Lyons | 37. Youtz, Dana – Torrington |
| 19. Kielkopf, Todd – Carlisle | |

Board Members not in attendance: Doug DeLaune – Arnold; Stacey Leshner – Basin; Dan Coolidge – Bayard; Grant Jorgensen – Beaver City; James Summers – Benkelman; Larry Edgar – Blue Hill; Bob Boeckman – Breda; Michael Beyer – Bridgeport; Cody Feeken – Burwell; Ray Luhring – Falls City; Keith Beck – Fleming; Carl Christian – Fountain; Pat Heath – Gering; Kim Robb – Lyman; Joe McNally – Neligh; Bernard Gagne – Oak Creek; Dave Hrabanek – Pierce; Michael Clark – Red Cloud; Jon Winkel – Sergeant Bluff; and Randy Woldt – Wisner.

EXECUTIVE COMMITTEE

CALL TO ORDER

Chairman Tom Goulette called the meeting to order at 9:11 a.m. (CT). Pursuant to Section 84-1412(8) of the Nebraska Open Meetings Act, a current copy of the Open Meetings Act was posted in the meeting room and made available to the public.

ROLL CALL

A quorum was declared with all seven committee members in attendance:

1. Tom Goulette, West Point
2. Bill Hinton, Kimball
3. Brent Nation, Fort Morgan
4. Tom Ourada, Crete
5. Mike Palmer, Sidney
6. Adam Suppes, Delta
7. Darrel Wenzel, Waverly

CHAIRMAN'S REMARKS

Goulette reminded Directors to be mindful of remaining on the phone to ensure a quorum for the transaction of business.

REPORTS

Executive Director

Bob Poehling, Executive Director/CEO, provided a report on MEAN's fiscal year performance and project updates. Poehling noted the reason for moving the meetings virtually was due to impacts of Covid-19 on staff and the high number of positive cases in Lincoln. He stated that staff are doing everything to ensure that it's not impacting the ability to serve MEAN Participant Communities.

Director of Wholesale Electric Operations

Brad Hans, Director of Wholesale Electric Operations, provided a report on the status of MEAN Projects including energy pricing; expansion of the West Market; Integrated Resource Planning; preparations for future power purchase agreements; renewable pools transition; modernization of rate structure, battery storage and future workshops.

CONSENT AGENDA-MEAN EXECUTIVE COMMITTEE

Minutes

Minutes of the November 3, 2021 meeting were previously distributed. There were no changes to the minutes.

Motion: Adam Suppes moved to approve the following Consent Resolution. Tom Ourada seconded the motion, which carried unanimously on a roll call vote. Note: Votes were accepted using the following available options: on-line remote voting; on-line teleconference chat messaging; or by voice vote.

EXECUTIVE COMMITTEE RESOLUTION

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Executive Committee that the minutes of the November 3, 2021 meeting are hereby approved.

The MEAN Executive Committee recessed at 9:43 a.m. (CT).

CONSENT AGENDA-MEAN BOARD OF DIRECTORS

Minutes

Minutes of the August 19, 2021 and November 18, 2021 meeting of the Municipal Energy Agency of Nebraska (MEAN) Board of Directors were previously distributed.

Fiscal Year 2021-2022 Year-to Date Financial Report

Jamie Johnson, Director of Finance and Accounting, summarized MEAN's Fiscal Year 2021-2022 Year-to-Date Financial Report, which included results for MEAN and the NMPP Energy organizations; an analysis of MEAN's balance sheet as of November 2021; cash and investments; and fiscal year-to-date operating results through November 30, 2021. MEAN financials for November 2021 were previously distributed for review.

Acknowledge receipt of unapproved November 3, 2021 meeting minutes of the Joint Operating Committee (JOC)

Goulette noted that the unapproved minutes from the November 3, 2021 meeting of the NMPP Energy Joint Operating Committee (JOC) were received and included in the previously distributed meeting packet for review.

Next Meeting

The next scheduled meeting of the MEAN Board of Directors is Thursday, May 19, 2022 at the Younes Conference Center in Kearney, Nebraska or virtual conference if required.

Motion: Darrel Wenzel moved to approve the following Consent Resolution. Edward Dunn seconded the motion, which carried unanimously on a roll call vote. Note: Votes were accepted using the following available options: on-line remote voting; on-line teleconference chat messaging; or by voice vote.

BOARD OF DIRECTORS RESOLUTION

WHEREAS, certain business of the Board of Directors of the Municipal Energy Agency of Nebraska (MEAN) transpires on a regular and routine basis or is not of a controversial nature; and,

WHEREAS, roll call votes on each individual issue greatly extended the meeting time;

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that in the interest of economizing time, yet complying with the Open Meetings Act of the State of Nebraska, which requires roll call voting, the following issues are hereby consolidated in this Consent Resolution:

- 1. BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the minutes of the August 19, 2021 and November 18, 2021 meetings are hereby approved.*
- 2. BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the financial statements for October 2021 and November 2021 are hereby accepted; and,*
- 3. BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the receipt of the minutes of the November 3, 2021 Joint Operating Committee meeting is hereby acknowledged; and,*
- 4. BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the next meeting will be held on Thursday, May 19, 2022 at the Younes Conference Center, Kearney, Nebraska or virtual if required.*

Amended Western Joint Dispatch Agreement regarding Western Energy Imbalance Service (WEIS) Market

Staff provided an update on the status of amendments to the Western Joint Dispatch Agreement (WJDA) regarding the Western Energy Imbalance Service (WEIS) Market. Public Service Company of Colorado (PSCo) has requested the amendments to facilitate the participation of the PSCo Balancing Authority in the WEIS. SPP will be seeking written agreement to the amended and restated version of the WJDA by all participants in the Second Amended and Restated WJDA, including MEAN. Staff recommended the Board of Directors approve the following resolution.

Motion: Darrel Wenzel moved to approve the resolution as presented. Matt Langhorst seconded the motion, which carried unanimously on a roll call vote. Note: Votes were accepted using the following available options: on-line remote voting; on-line teleconference chat messaging; or by voice vote.

MEAN BOARD OF DIRECTORS RESOLUTION

WHEREAS, MEAN is a party to the Second Amended and Restated Western Joint Dispatch Agreement (“WJDA”) regarding the Western Energy Imbalance Service (“WEIS”) Market,

WHEREAS, the Southwest Power Pool, Inc. (“SPP”), as administrator of the WEIS Market, has requested that all WJDA participants, including MEAN, execute an amended and restated version of the WJDA to facilitate the participation of the Public Service Company of Colorado (“PSCo”) and the PSCo Balancing Authority Area in the WJDA, and

WHEREAS, MEAN has load and resources in the PSCo Balancing Authority Area and desires to execute the amended and restated WJDA.

NOW THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors, that the Executive Director is hereby authorized to execute and deliver an amended and restated WJDA, subject to final legal and management review.

BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the Executive Director and agents of MEAN are, and each of them hereby is, authorized to do any and all things and to execute and deliver any and all documents which they or any of them deem necessary or advisable in order to consummate the execution and delivery of the amended and restated WJDA or any related agreement or document which is a requirement for execution of the amended and restated WJDA, subject to final legal and management review, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate the actions which MEAN has approved in this Resolution.

COMMITTEE REPORTS AND RECOMMENDATIONS

The MEAN Finance and Power Supply Committees met January 19, 2022.

FINANCE COMMITTEE

Finance Committee Meeting Summary of December 8, 2021 and January 19, 2022

Jamie Johnson, Director of Finance and Accounting, provided a recap of topics covered at the December 8, 2021 and January 19, 2022 meetings.

- a) Debt Strategy and Refunding Considerations

Johnson provided a report on the results of the refunding of MEAN's Power Supply System Refunding Revenue Bonds 2012 Series A.

Financial and Administrative Policies and Guidelines

MEAN's Financial and Administrative Policies and Guidelines include *Section 12: Contracts* which includes a description of delegations of authority made by MEAN's Executive Director. Per the policy, changes to these delegations will be incorporated into these Financial and Administrative Policies and Guidelines and reported to the Board at the next regularly scheduled meeting.

The document with the redline changes was included in the packet as Attachment A.

The Finance Committee recommended the Board of Directors approve the changes to MEAN's Financial and Administrative Policies and Guidelines as presented.

Motion: Darrel Wenzel moved to approve the resolution as presented. Chris DesPlanques seconded the motion, which carried unanimously on a roll call vote. Note: Votes were accepted using the following available options: on-line remote voting; on-line teleconference chat messaging; or by voice vote.

MEAN BOARD OF DIRECTORS RESOLUTION

WHEREAS, the Municipal Energy Agency of Nebraska (“MEAN”) Board of Directors adopted the MEAN Financial and Administrative Policies and Guidelines; and

WHEREAS, proposed changes to the MEAN Financial and Administrative Policies were previously distributed to the MEAN Board of Directors for review.

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that the MEAN Financial and Administrative Policies and Guidelines shall be amended to include the changes as presented.

Preliminary Year-End Projections Fiscal Year 2021-2022

Jamie Johnson, Director of Finance and Accounting, reviewed the projected operating results (Attachment B), previously distributed in the meeting packet for MEAN’s fiscal year ending March 31, 2022.

Budget, Rates, and Charges Fiscal Year 2022-2023, Modifications to Schedule of Rates and Charges for Service Schedule M, Modifications to Schedule of Rates and Charges for Service Schedule K and K-1, and Modification of Wind Rate and Environmental Attribute Rate

Included for Board review and approval were the proposed budget (Attachment C) and Schedule of Rates and Charges for Service Schedule M (Attachment D) and Service Schedule K and K-1 (Attachment E) for fiscal year ending March 31, 2023. Jamie Johnson reviewed the proposed budget and rates.

Information on the Wind Rate and Environmental Attribute Rate were included in the budget materials for board consideration.

The Finance Committee at its January 19, 2022 meeting recommended the Board of Directors approve the Recommended (Green) Scenario as outlined on page 41 of the Proposed Budget, Rates, and Charges Fiscal Year 2022-2023 information (Attachment C).

Scenario: Recommended (Green)

The Recommend scenario is presented in the budget packet as the Proposed Budget. The recommended scenario includes a 6% increase to the Energy Charge which is a 3% overall increase to rates and charges for Fiscal Year 2022-2023. No further increases are anticipated until Fiscal Year 2025-2026.

An advantage of this scenario is it provides a rate increase and expected stable rates for the following two years giving MEAN an opportunity to work on rate structure and refine targets for unrestricted cash and investments.

Discussion ensued with multiple comments made by members of the MEAN Finance Committee and various Board representatives on the virtual conference.

Motion: Tyler Christoff moved to approve the following resolution as presented. Pat Davison seconded the motion, which did not carry on a 17-17-01 voice roll call vote (Carrie Hartwell did not vote. One vote was received after polling closed and did not count). Votes were accepted using the following available options: chat messaging; or by voice vote.

Ayes: Chris Brader, Bart Brinkman, Tyler Christoff, Pat Davison, James DePue, Will Dowis, Tom Goulette, Duane Hoffman, Jim Kerr, Matt Langhorst, Perry Mader, Robert Messbarger, Tom Ourada, John Prettyman, Chris Rodman and Adam Suppes.

Nays: Rod Brestel, Kirby Bridge, Ron Carpenter, Chris DesPlanques, Edward Dunn, Larry Farley, Bill Hinton, Nathan James, Todd Kielkopf, Andrew Lee, Bob Lockmon, Mike Palmer, Todd Rust, Jeremy Tarr, Eugene Thomas, Blake Waldow and Darrel Wenzel.

Abstain: Jeff Kohrs

BOARD OF DIRECTORS RESOLUTION

WHEREAS, the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 were previously sent to the MEAN Board of Directors; and

WHEREAS, the MEAN Board of Directors is authorized to set the Service Schedule M, Service Schedule K, and Service Schedule K-1 rates and charges; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for wind-generated energy purchased from the MEAN Wind Resource Pool; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for the MEAN Landfill Gas Energy Environmental Attributes Pool; and

WHEREAS, the MEAN Board of Directors, desires to approve the Budget for Fiscal Year 2022-2023 and the rates for Wind-Generated Energy, Landfill Gas Environmental Attributes, Service Schedule M, Service Schedule K, and Service Schedule K-1, all to be effective April 1, 2022 to allow for the sixty (60) day advance notice required for Service Schedule M.

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that:

- 1. The Budget for Fiscal Year 2022-2023, including amounts budgeted for transfer monthly into and from the Rate Stabilization Account equal to a net fiscal year transfer amount from the Rate Stabilization Account to meet a budgeted debt service coverage of 1.20x, as set forth in the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 as presented is hereby approved and shall be made a part of the official Minutes book.*
- 2. The Schedule of Rates and Charges, Exhibit B to Service Schedule M, as presented including the revised rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.*
- 3. The Schedule of Rates and Charges for Bulk Power Participation, Service Schedule K, and Service Schedule K-1, as presented including the revised rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.*
- 4. The Wind Energy Output Charge charged to MEAN Participants for energy produced by any of the facilities within the MEAN Wind Resource Pool shall remain at \$0.04300/kWh effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Wind Energy Output Charge, staff is hereby authorized and directed to issue an*

updated Exhibit to each Participant's supplemental agreement for wind-generated energy purchase to reflect the modified rate.

- 5. The rate for Environmental Attributes associated with the MEAN Landfill Gas Energy Environmental Attributes Pool shall remain at \$21.75/Environmental Attribute (each Environmental Attribute shall be that associated with 1 MWh of energy) effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Environmental Attributes rate staff is hereby authorized and directed to issue an updated Exhibit to each Participant's Supplemental Agreement for Purchase of Landfill Gas Energy Environmental Attributes to reflect the modified rate.*

Discussion ensued with multiple comments made by various Board representatives on the virtual conference.

Motion: Darrel Wenzel moved to approve the following resolution which was included on page 19 of the meeting packet with changes to the Rate Stabilization transfers for debt service coverage, Schedule M and Schedule K and K-1 rates, Wind Energy Output Charge and Fixed Cost Recovery Charge as noted. Andrew Lee seconded the motion.

BOARD OF DIRECTORS RESOLUTION

WHEREAS, the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 were previously sent to the MEAN Board of Directors; and

WHEREAS, the MEAN Board of Directors is authorized to set the Service Schedule M, Service Schedule K, and Service Schedule K-1 rates and charges; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for wind-generated energy purchased from the MEAN Wind Resource Pool; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for the MEAN Landfill Gas Energy Environmental Attributes Pool; and

WHEREAS, the MEAN Board of Directors, desires to approve the Budget for Fiscal Year 2022-2023 and the rates for Wind-Generated Energy, Landfill Gas Environmental Attributes, Service Schedule M, Service Schedule K, and Service Schedule K-1, all to be effective April 1, 2022 to allow for the sixty (60) day advance notice required for Service Schedule M.

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that:

- 1. The Budget for Fiscal Year 2022-2023, including amounts budgeted for transfer monthly into and from the Rate Stabilization Account equal to a net fiscal year transfer amount from the Rate Stabilization Account to meet a budgeted debt service coverage of ~~1.20x~~, 1.00x as set forth in the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 as presented is hereby approved and shall be made a part of the official Minutes book.*
- 2. The Schedule of Rates and Charges, Exhibit B to Service Schedule M, as presented including the revised \$0.03975 rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.*

3. *The Schedule of Rates and Charges for Bulk Power Participation, Service Schedule K, and Service Schedule K-1, as presented including the revised \$0.04174 rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.*
4. *The Wind Energy Output Charge charged to MEAN Participants for energy produced by any of the facilities within the MEAN Wind Resource Pool shall remain at \$0.04300/kWh shall increase to \$0.04369/kWh effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Wind Energy Output Charge, staff is hereby authorized and directed to issue an updated Exhibit to each Participant's supplemental agreement for wind-generated energy purchase to reflect the modified rate.*
5. *The rate for Environmental Attributes associated with the MEAN Landfill Gas Energy Environmental Attributes Pool shall remain at \$21.75/Environmental Attribute (each Environmental Attribute shall be that associated with 1 MWh of energy) effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Environmental Attributes rate staff is hereby authorized and directed to issue an updated Exhibit to each Participant's Supplemental Agreement for Purchase of Landfill Gas Energy Environmental Attributes to reflect the modified rate.*
6. *The Fixed Cost Recovery Charge for Fiscal Year 2022-2023 shall total \$42,900,000.00.*

Discussion ensued with multiple comments made by various Board representatives on the virtual conference.

No vote was taken on the previous motion as Darrel Wenzel amended his motion as detailed below and discussion ensued.

Motion: Darrel Wenzel moved to approve the following resolution which was included on page 19 of the meeting packet with changes to the Wind Energy Output Charge and Fixed Cost Recovery Charge as noted. Edward Dunn seconded the motion which carried on a 20-12-1 voice roll call vote (Ron Carpenter, Carrie Hartwell, Nathan James and Robert Messbarger did not vote). Note: Votes were accepted using the following available options: chat messaging; or by voice vote.

Ayes: Chris Brader, Rod Brestel, Kirby Bridge, Chris DesPlanques, Edward Dunn, Tom Goulette, Bill Hinton, Duane Hoffman, Andrew Lee, Bob Lockmon, Perry Mader, Tom Ourada, Mike Palmer, John Prettyman, Chris Rodman, Todd Rust, Jeremy Tarr, Blake Waldow, Darrel Wenzel and Dana Youtz.

Nays: Bart Brinkman, Tyler Christoff, Pat Davison, James DePue, Will Dowis, Larry Farley, Jim Kerr, Matt Langhorst, Brent Nation, Adam Suppes and Eugene Thomas.

Abstain: Jeff Kohrs

BOARD OF DIRECTORS RESOLUTION

WHEREAS, the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 were previously sent to the MEAN Board of Directors; and

WHEREAS, the MEAN Board of Directors is authorized to set the Service Schedule M, Service Schedule K, and Service Schedule K-1 rates and charges; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for wind-generated energy purchased from the MEAN Wind Resource Pool; and

WHEREAS, the MEAN Board of Directors is authorized to set the rates and charges for the MEAN Landfill Gas Energy Environmental Attributes Pool; and

WHEREAS, the MEAN Board of Directors, desires to approve the Budget for Fiscal Year 2022-2023 and the rates for Wind-Generated Energy, Landfill Gas Environmental Attributes, Service Schedule M, Service Schedule K, and Service Schedule K-1, all to be effective April 1, 2022 to allow for the sixty (60) day advance notice required for Service Schedule M.

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that:

1. The Budget for Fiscal Year 2022-2023, including amounts budgeted for transfer monthly into and from the Rate Stabilization Account equal to a net fiscal year transfer amount from the Rate Stabilization Account to meet a budgeted debt service coverage of 1.20x as set forth in the Proposed Budget and Rates for Fiscal Year Ending March 31, 2023 as presented is hereby approved and shall be made a part of the official Minutes book.
2. The Schedule of Rates and Charges, Exhibit B to Service Schedule M, as presented including the revised rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.
3. The Schedule of Rates and Charges for Bulk Power Participation, Service Schedule K, and Service Schedule K-1, as presented including the revised rates reflected therein to be effective April 1, 2022, is hereby approved and made a part of the official Minutes book. Furthermore, these rates shall remain in effect until duly modified.
4. The Wind Energy Output Charge charged to MEAN Participants for energy produced by any of the facilities within the MEAN Wind Resource Pool ~~shall remain at \$0.04300/kWh~~ shall increase to \$0.04369/kWh effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Wind Energy Output Charge, staff is hereby authorized and directed to issue an updated Exhibit to each Participant's supplemental agreement for wind-generated energy purchase to reflect the modified rate.
5. The rate for Environmental Attributes associated with the MEAN Landfill Gas Energy Environmental Attributes Pool shall remain at \$21.75/Environmental Attribute (each Environmental Attribute shall be that associated with 1 MWh of energy) effective April 1, 2022. Furthermore, this rate shall remain in effect until duly modified. Upon a change to the Environmental Attributes rate staff is hereby authorized and directed to issue an updated Exhibit to each Participant's Supplemental Agreement for Purchase of Landfill Gas Energy Environmental Attributes to reflect the modified rate.
6. The Fixed Cost Recovery Charge for Fiscal Year 2022-2023 shall total \$42,900,000.00.

POWER SUPPLY COMMITTEE

Power Supply Committee Meeting Summary of January 19, 2022

Staff provided a recap of topics covered at the January 19, 2022 Power Supply Committee meeting including an update on MEAN's Integrated Resource Planning Update; NextEra Solar Project; Generation Update; Electric Operations Update; Operating Reserves and Initial Concept Discussions regarding power supply resource contract length and pricing, renewable pool transition, MEAN resources in participating communities, and battery storage.

Total Requirements Participant Resources under MEAN Renewable Distributed Generation Policy

Matt Reed, Distributed Resources & Generation Specialist, led the discussion. Ten MEAN communities were involved in a competitive bidding process in 2021 to receive competitive bids on installing community solar for each community under the 5% cap outlined in the Renewable Distributed Generation Policy. The project has increased in scope to possibly include over 20 communities, each within their 5% cap. Solar RFP participants plan to have purchase power agreements signed in the first quarter of 2022 with a project completion of 1st quarter of 2023.

The MEAN Power Supply Committee recommended the MEAN Board of Directors determine the power purchase agreements meet the criteria as a Total Requirements Participant Resource under the MEAN Renewable Distributed Generation Policy. Prior to the vote, Reed noted a correction to the resolution and stated that Waverly, Nebraska should be listed as Waverly, Iowa.

Motion: Edward Dunn moved to approve the following resolution as presented. Tom Ourada seconded the motion, which carried unanimously on a voice acclamation vote.

MEAN BOARD OF DIRECTORS RESOLUTION

WHEREAS, the MEAN Board of Directors adopted a Renewable Distributed Generation Policy (the "DG Policy"); and

WHEREAS, the DG Policy allows MEAN Total Requirements Participants to utilize the electrical output from certain qualifying behind the meter renewable generators, which may include certain qualifying purchases under power purchase agreements, to offset a specified portion of the Total Requirements Participant's energy purchases from MEAN; and

WHEREAS, such qualifying behind the meter renewable generators and qualifying purchases under power purchase agreements (each defined as a "TRP Resource" in the DG Policy) are subject to approval by the MEAN Board of Directors; and

WHEREAS, certain MEAN total requirements participant communities either participated in a Request for Proposals process facilitated by MEAN on behalf of certain Total Requirements Participants for TRP Resources, or subsequently expressed interest in considering participation in such a TRP Resource, and may elect to proceed with the current proposal, which will require MEAN's approval of the TRP Resource; and

WHEREAS, for the TRP Resources which are the subject of this Resolution, MEAN desires to waive the DG Policy requirement that the Total Requirements Participant submit an application for the TRP Resource since MEAN facilitated the Request for Proposals process.

NOW, THEREFORE, BE IT RESOLVED BY the MEAN Board of Directors that each of the following projects meets the criteria as a TRP Resource subject to the DG Policy, each contingent upon the Total Requirements Participant accepting the current proposal and providing all necessary documentation to MEAN for the project listed below:

Photovoltaic Facility (via power purchase agreement) – sizes DC:

- Alliance, Nebraska: 3,490 kW
- Ansley, Nebraska: 135 kW
- Aspen, Colorado: 1,424 kW
- Crete, Nebraska: 3,638 kW
- Delta, Colorado: 1,811 kW
- Denver, Iowa: 454 kW
- Fort Morgan, Colorado: 6,401 kW
- Gering, Nebraska: 1,448 kW
- Gunnison, Colorado: 800 kW
- Glenwood Springs, Colorado: 3,984 kW
- Imperial Public Power District: 760 kW
- Indianola, Iowa: 4,212 kW
- Lyons, Colorado: 364 kW
- Oxford, Nebraska: 161 kW
- Pender, Nebraska: 452 kW
- Sergeant Bluff, Iowa: 896 kW
- Shickley, Nebraska: 114 kW
- Sidney, Nebraska: 2,377 kW
- Stuart, Nebraska: 176 kW
- Trenton, Nebraska: 181 kW
- Waverly, ~~Nebraska~~-Iowa: 4,380 kW
- West Point, Nebraska: 1,598 kW
- Wisner, Nebraska: 172 kW
- Wray, Colorado: 396 kW

BE IT FURTHER RESOLVED BY the MEAN Board of Directors that the Board waives the DG Policy requirement that the Total Requirements Participant submit an application for the TRP Resources approved in this Resolution.

Central Nebraska Public Power and Irrigation District

Shannon Coleman, Supervisor of Resource Planning and Analysis, provided an update on the status of the proposal submitted for the Central Nebraska Public Power and Irrigation District's hydropower facility Request for Proposals, including how this resource would integrate into MEAN's portfolio.

The MEAN Executive Committee resumed meeting at 1:30 p.m. (CT).

ELECTION OF OFFICERS

Election of officers was conducted at the MEAN Board of Directors January 20, 2022 Annual Meeting. Chris Dibbern provided an overview of the election process. Election information was made available prior to the meeting at <https://www.nmppenergy.org/about/board-meetings> and is available on the MEAN Member website. Terms of the officers are for fiscal year 2021-2023 (April 1 through March 31).

All nominations received by electronic mail for election of officers on the MEAN Board of Directors for fiscal year 2022-2023 were previously distributed for review. A current list of qualifying nominations received by electronic mail and self-nomination include: Chairman: Tom Goulette – West Point (incumbent); Vice – Chairman: Tom Ourada – Crete (incumbent); Secretary/Treasurer: Darrel Wenzel – Waverly (incumbent). There were no nominations received from the floor. A slate of nominees for the Board of Directors Chairman; Vice – Chairman, and Secretary/Treasurer was presented. Dibbern provided the candidates with an opportunity to comment prior to the vote. No comments were made prior to the vote.

Motion: Mike Palmer moved to elect the slate as presented and to cease nominations for the position of Chairperson of the Board, Vice-Chairperson of the Board, and Secretary-Treasurer. Bill Hinton seconded the motion, and with no objections, the Board moved directly to a voice acclamation vote.

The following were re-elected; Tom Goulette, West Point-Chairman of the MEAN Board of Directors; Tom Ourada, Crete-Vice-Chair of the Board of Directors; Darrel Wenzel, Waverly-Secretary-Treasurer.

ELECTION OF EXECUTIVE COMMITTEE AT-LARGE MEMBERS

Election of the MEAN Executive Committee At-Large members was conducted at the MEAN Board of Directors January 20, 2022 Annual Meeting. Per the MEAN By-Laws, the Executive Committee of the MEAN Board of Directors shall be composed of the chairperson of the Board, vice-chairperson of the Board, secretary-treasurer of the Board, and four directors to be elected by the Board to serve on the Executive Committee, who shall serve for a term of one year or until their successors are elected and qualified, whichever is later.

A slate of the at-large members was presented: Bill Hinton, Kimball; Brent Nation, Fort Morgan; Mike Palmer, Sidney; and Adam Suppes, Delta. All were eligible for election/re-election.

Chris Dibbern, General Counsel, sought additional nominations from the floor. No nominations were received. The Board of Directors proceeded directly to the vote.

Motion: Edward Dunn moved that nominations cease for the Executive Committee at-large, and that the Board of Directors proceed to vote on the slate of the at-large members. Chris Rodman seconded the motion, and with no objections, the Board moved directly to a voice acclamation vote.

The following Directors were re-elected to serve as the four at-large Executive Committee members: Bill Hinton, Kimball; Brent Nation, Fort Morgan; Mike Palmer, Sidney; and Adam Suppes, Delta.

UPDATES AND REPORTS

Advanced Metering Infrastructure (AMI)

Kyle Kaldahl, Budget and Cost Analyst provided an Advanced Metering Infrastructure (AMI) project update related to contracts, pricing, and grant opportunities.

2022 NMPP Energy Annual Conference

Carol Brehm, Member Relations Representative, provided a summary of the upcoming annual conference. Brehm noted the conference will be held March 22-24, 2022, at the Cornhusker Marriott located in Lincoln, Nebraska. Registration opens February 1, 2022. The Keynote speaker will be Mark Nutsch, Green Beret Commander portrayed in the movie, 12 Strong and Best-Seller, Horse Soldiers.

Western Area Power Association (WAPA) Hydro

Carol Brehm provided an update on the status of the WAPA hydro regions and potential WAPA rate adjustments for 2023 in all WAPA MEAN regions.

CONTRACTS, SETTLEMENT AGREEMENTS, AND GENERAL COUNSEL REPORT

General Counsel

Chris Dibbern, General Counsel, provided a summary of the legal, legislative, and regulatory reports. Information regarding the following agreements was included in the previously distributed meeting packet:

Other Party	Agreement Name
Black Hills Power, Inc.	Service Agreement for Firm Point-to-Point Transmission Service (20 MW path from Wyodak 230 kV bus to Stegall West 230 kV bus) (Wygen I)
Southwest Power Pool, Inc. (SPP)	Service Agreement #1906R16 for Network Integration Transmission Service (routine update to NITSA designated network resource list; removal of references to Sargent and expired creditable upgrades)
The Energy Authority, Inc. (TEA)	Confirmation Letter for West-side firm power purchase under Resource Management Agreement dated 03/01/2019 (Deal No. 789741)
The Energy Authority, Inc. (TEA)	Confirmation Letter for West-side firm power purchase under Resource Management Agreement dated 03/01/2019 (Deal No. 789746)
The Energy Authority, Inc. (TEA)	Confirmation Letter for West-side firm power purchase under Resource Management Agreement dated 03/01/2019 (Deal No. 786241)
The Energy Authority, Inc. (TEA)	Confirmation Letter for West-side firm power purchase under Resource Management Agreement dated 03/01/2019 (Deal No. 786259)
Tri-State G & T Association, Inc.	Confirmation Under WSPPP Agreement for Purchase of Operating Reserves (Nov. - Dec.)
Tri-State G & T Association, Inc.	Confirmation Under WSPPP Agreement for Purchase of Operating Reserves (Jan.)
WAPA	Attachment 1, Revision 4, to Exhibit A (Generation Resource List) to Capacity and Energy Displacement Agreement No. 04-RMR-1489
FMA REALTY INC., a Nebraska corporation, d/b/a NAI FMA REALTY	Agreement for Maintenance Services (for NMPP Energy Headquarters Building)

SETTLEMENT AGREEMENT S WITH CITY OF NELIGH, NEB. AND CITY OF SCRIBNER, NEB.

As required by Neb. Rev. Stat. §84-713, the agenda for the January 20, 2022 MEAN Board of Directors meeting included disclosure of settlement agreements reached by MEAN with each of the following parties: City of Neligh, Nebraska and City of Scribner, Nebraska. Michelle Lepin, Associate General Counsel, reported the execution of the settlement agreements.

MEAN Board of Directors Chairperson, Tom Goulette, sought a motion and a second from the MEAN Board of Directors to convene into closed session for the protection of public interest to discuss claim matters relating to settlements with the City of Neligh, Nebraska and the City of Scribner, Nebraska, including attorney-client privileged communications and trade secrets. NMPP staff, MEAN Board of Directors and alternate directors, could participate in the closed session, excluding representatives of the City of Neligh, Nebraska and the City of Scribner, Nebraska.

Motion: Edward Dunn moved to convene into closed session for the protection of public interest to discuss claim matters relating to settlements with the City of Neligh, Nebraska and the City of Scribner, Nebraska, including attorney-client privileged communications and trade secrets. NMPP staff, MEAN Board of Directors and alternate directors, could participate in the closed session, excluding representatives of the City of Neligh, Nebraska and the City of Scribner, Nebraska. Duane Hoffman seconded the motion which carried unanimously on a voice acclamation vote.

Chairperson Goulette restated the limitation of the subject matter of the closed session was to discuss claim matters related to the settlements with the City of Neligh, Nebraska and the City of Scribner, Nebraska, including attorney-client privileged communications and trade secrets.

At 1:57 p.m., the MEAN Board of Directors convened into closed session, with the exception of the City of Neligh, Nebraska and the City of Scribner, Nebraska.

No action was taken in the closed session. At 2:06 p.m., Chairperson Goulette announced that the MEAN Board of Directors would reconvene into open session.

CLOSING COMMENTS

Bob Poehling, Executive Director/CEO, thanked Participants for their participation in the meeting and for their efforts in helping to govern the organization. He noted NMPP's Annual Conference (March 22-24, 2022) and future dialogue about MEAN's cash reserve policy and power supply portfolio.

ADJOURNMENT

There being no further business, the meeting adjourned at 2:08 p.m.

Submitted by:
Darrel Wenzel
Secretary/Treasurer
MEAN Board of Directors

Prepared by:

Kim Schafers
Administrative Assistant
Municipal Energy Agency of Nebraska