

Unapproved Minutes
Board of Directors Annual Meeting
Executive Committee Meeting
Public Alliance for Community Energy
Younes Conference Center South
416 W Talmadge St, Kearney, NE 68845
January 21, 2026 - 10:00 a.m. (CT)

The Board of Directors and Executive Committee of the Public Alliance for Community Energy (ACE) met on Wednesday, January 21, 2026, at the Younes Conference Center South, 416 W Talmadge St, Kearney, Nebraska, 68845. Notice of the meeting was given to the Board of Directors and Executive Committee by email. The public was advised by publication in print and online in the *Lincoln Journal Star* newspaper and website on December 19, 2025, and on the NMPP Energy website. The notice and agenda were posted upon issuance at the NMPP Energy office, 8377 Glynoaks Drive, Lincoln, Nebraska, and kept continually current and available for public inspection. All documents being considered at the meeting and the current version of the Nebraska Open Meetings Act were made available on NMPP Energy's Public Meeting Information website.

CALL TO ORDER

Chairperson, Andrew Devine, called the meeting to order at 10:01 a.m. (CT). Devine announced that 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.

ROLL CALL

Quorum was declared with 25 of the 76 Directors present. As there was quorum for the Board of Directors, a meeting of the Executive Committee was not called.

Quorum = 19 Directors

1. Albion – Andrew Devine	14. Lewellen – Joy Trim
2. Alliance – Kirby Bridge	15. Loup City – AJ Reimers
3. Arapahoe – Dixie Sickels	16. McCook – Gene Weedin
4. Bartley – Ronni Harding	17. Minden – Michael Krings
5. Bridgeport – Ron Doggett	18. Morrill – Janine Schmidt
6. Chappell – Todd Rust	19. Mitchell – Savanna Daly
7. Cozad – Kelly Peden	20. Ogallala – Kevin Wilkins
8. Curtis – Andrew Lee	21. Ord – Jeramie VanLeer
9. Franklin – Raquel Felzien	22. Oshkosh – Kim Martin
10. Gibbon – Matt Smallcomb	23. Oxford – Duane Hoffman
11. Gothenburg – Gary Greer	24. Plainview – Jeremy Tarr
12. Holdrege – Chris Rector	25. Ravenna – Kellie Crowell
13. Kimball – Bill Hinton (Arrived after roll call)	26. Sargent – Gwenda Horky

Absent: Ainsworth, Ansley, Atkinson, Bassett, Bayard, Beaver City, Benedict, Benkelman, Bertrand, Blue Hill, Brady, Broken Bow, Burwell, Cairo, Cambridge, Chadron, Clay Center, Creighton, Dalton, Edgar, Edison, Gering, Gordon, Gurley, Hartington, Hemingford, Henderson, Holbrook, Indianola, Laurel, Long Pine, Loomis, Lyman, Neligh, Nebraska Public Power District, Orleans, Osmond, Paxton, Potter, Red Cloud, Rushville, Saint Paul, Scottsbluff, Shelton, Sidney, Spalding, Stamford, Terrytown, Wausa, and Wood River

PUBLIC COMMENT

Devine asked if there were members of the public in attendance who would like to make agenda comments. There were no public comments.

INTRODUCTION AND WELCOME

Devine announced the new representatives to the board and thanked all for being in attendance.

CONSENT AGENDA

Minutes

Minutes of the November 19, 2025, meeting were previously distributed as Attachment A. There were no changes to the minutes.

Next Meeting

The next meeting of the ACE Board of Directors is set for Thursday, March 19, 2026, at the NMPP Energy offices, Lincoln, Nebraska.

Financial Report

Jamie Johnson, Director of Finance and Accounting, reviewed the November financials for the NMPP Energy organizations and ACE. Financial summaries were included as Attachment B. November 2025 ACE financials were previously distributed.

CONSENT RESOLUTION

Motion: Chris Rector moved to approve the following Resolution. Kellie Crowell seconded the motion, which carried unanimously on a roll call vote. Did not vote: Kelly Peden and Bill Hinton.

WHEREAS, certain business of the Board of Directors of the Public Alliance for Community Energy transpires on a regular and routine basis or is not of a controversial nature; and

WHEREAS, roll call votes on each individual issue greatly extend the meeting time.

NOW THEREFORE, BE IT RESOLVED BY the Board of Directors of the Public Alliance for Community Energy 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 Board of Directors of the Public Alliance for Community Energy that the minutes of the November 19, 2025, Board of Directors meeting are hereby approved as presented; and*
- 2. BE IT FURTHER RESOLVED BY the Board of Directors of the Public Alliance for Community Energy that the next regularly scheduled meeting will be Thursday, March 19, 2026, at the NMPP Energy offices, Lincoln, Nebraska; and*

3. *BE IT FURTHER RESOLVED BY the Board of Directors of the Public Alliance for Community Energy that the financial statements for November 2025 are hereby reviewed and accepted.*

DIRECTOR OF GAS OPERATIONS REPORT AND RETAIL GAS SERVICES COORDINATOR REPORT

Closed Session

Motion: Kevin Wilkins moved to go into closed session for the protection of the public interest to discuss proprietary and competitive information relating to ACE marketing and pricing. ACE reps, alt reps, any ACE Member community employee or elected official, as well as any NMPP Staff member may participate in the closed session. Gene Weedon seconded the motion, which carried unanimously on a roll call vote. Did not vote: Kelly Peden and Bill Hinton.

Devine restated on record that the limitation of the subject matter of the discussion was proprietary and competitive information relating to ACE marketing and pricing.

The board went into closed session at 10:13 a.m.

The meeting reconvened in open session at 10:36 a.m. There was no action taken during or as a result of the closed session.

BUDGET FOR FISCAL YEAR 2026-2027

Johnson discussed ACE's proposed Budget for Fiscal Year 2026-2027. A detailed analysis of the budget including narrative discussion was included in the meeting packet as Attachment C.

Motion: Chris Rector moved to approve the following Resolution. Raquel Felzien seconded the motion, which carried unanimously on roll call vote. Did not vote: Kelly Peden and Bill Hinton.

BUDGET RESOLUTION

WHEREAS, the ACE Board of Directors is authorized to annually prepare, establish, adopt and maintain a budget of revenues and expenditures; and,

WHEREAS, the proposed budget for Fiscal Year Ending March 31, 2027, has been reviewed by the ACE Board of Directors.

NOW, THEREFORE, BE IT RESOLVED BY the ACE Board of Directors that the budget for Fiscal Year 2026-2027, as presented, is hereby approved and made a part of the official minutes folder.

MEMBER DISTRIBUTION

Johnson reported the Board has the discretion to approve a member distribution. A member distribution policy is included in ACE's Policies and Guidelines. Distribution amount illustrations were provided to assist the Board when considering a member distribution. The member distribution will be paid February 2026. The member distribution policy was included within the meeting packet.

Discussion ensued.

Motion: Michael Krings moved to approve the following Resolution. Gary Greer seconded the motion, which carried 23-1-0 on a roll call vote. Did not vote: Kelly Peden and Bill Hinton.

Ayes: Kirby Bridge; Dixie Sickels; Ronni Harding; Ron Doggett; Todd Rust; Andrew Lee; Raquel Felzien; Matt Smallcomb; Gary Greer; Chris Rector; Joy Trim; AJ Reimers; Gene Weedin; Michael Krings; Savanna Daly; Janine Schmidt; Kevin Wilkins; Jeramie VanLeer; Kim Martin; Duane Hoffman; Jeremy Tarr; Kellie Crowell; Gwenda Horky

Nays: Andrew Devine

Abstain: 0

MEMBER DISTRIBUTION RESOLUTION

WHEREAS, the Public Alliance for Community Energy has adopted a Member Distribution policy as noted in the Public Alliance for Community Energy Policies and Guidelines, and

WHEREAS, the policy includes consideration of a Member Distribution consisting of a member attendance incentive of \$300 for each Board meeting attended in-person by the Member's representative/alternate representative and \$100 for each Board meeting attended virtually by the Member's representative/alternate representative, as long as the Member's representative or alternate representative counted toward meeting quorum, rolling distribution to distribution; and

WHEREAS, the policy includes consideration of a Member Distribution consisting of a marketing incentive of \$1,000 per Member for completion of a qualifying Choice Gas year marketing activity, as determined by ACE staff, rolling distribution to distribution; and

WHEREAS, the policy includes consideration of an additional Member Distribution of an amount to be determined by the Board to be allocated based on volumes for the rolling last three calendar years and Founding Members contributions, subject to the Qualification as noted in the Member Distribution policy.

NOW THEREFORE, BE IT RESOLVED THAT the Board of Directors of the Public Alliance for Community Energy approve the distribution and allocation of funds to its membership consisting first of the total amount applicable under the member attendance incentive for all Board meetings attended and the total amount applicable under the marketing incentive for qualifying activity between January 23, 2025, and January 21, 2026, and then the additional amount to reach the total of \$400,000.

ELECTION OF OFFICERS

Election of officers was conducted at the ACE Board of Directors January 21, 2026, Annual Meeting. An overview of the election process was presented. Election information including nomination procedures, eligibility lists, and duties of the positions were previously emailed to members. Terms are for fiscal year 2026-2027 (April 1 through March 31).

The following nominations were received prior to the meeting:

Chairperson – Andrew Devine (incumbent)

Vice Chairperson – Jeremy Tarr (incumbent)

Secretary-Treasurer – Mike Palmer (incumbent) and Chris Rector

All were eligible for election; Andrew Devine and Jeremy Tarr previously confirmed their willingness to serve. Additional nominations were solicited from the floor; no nominations were received.

Motion: Ron Doggett moved to cease nominations for Chairperson and Vice Chairperson and a secret ballot be cast for slate of nominees for positions of Chairperson and Vice Chairperson. Kellie Crowell seconded the motion.

Voting results were as follows:

<i>Ayes:</i>	<i>23</i>
<i>Nays:</i>	<i>0</i>
<i>Abstain:</i>	<i>1</i>
<i>Did not Vote:</i>	<i>2</i>

Andrew Devine was elected Chairperson and Jeremy Tarr was elected Vice Chairperson of the ACE Board of Directors.

Motion: Jeremy Tarr moved to cease nominations and a secret ballot be cast for Secretary-Treasurer. Andrew Lee seconded the motion.

Voting results were as follows:

<i>1. Mike Palmer</i>	<i>7</i>
<i>2. Chris Rector</i>	<i>18</i>

Chris Rector was elected Secretary-Treasurer of the ACE Board of Directors.

ELECTION OF AT-LARGE REPRESENTATIVES TO THE ACE EXECUTIVE COMMITTEE

The election of the ACE Executive Committee at-large representatives was conducted at the ACE Board of Directors January 21, 2026, Annual Meeting. An overview of the election process was presented. Terms of service are for fiscal year 2026-2027 (April 1 through March 31). Pursuant to the Amended and Restated Bylaws of ACE, the Board of Directors may create an Executive Committee composed of Directors from at least ten percent of the membership, but shall be composed of no less than five Directors. The Executive Committee shall include the Chairperson, Vice Chairperson, and Secretary-Treasurer of ACE.

The following nominations were received prior to the meeting:

1. Kellie Crowell
2. Raquel Felzien
3. Duane Hoffman
4. Andrew Lee
5. Chris Rector

Each of the nominees had previously confirmed their willingness to serve. Chris Rector will serve on the committee by virtue of his position as Secretary-Treasurer and was removed as a nominee. Additional nominations were solicited from the floor. Ron Doggett and Janine Schmidt were nominated from the floor.

Motion: Gene Weedon moved to cease nominations and a secret ballot be cast for the At-Large Representatives to the ACE Executive Committee. Matt Smallcomb seconded the motion.

Voting results were as follows:

- | | |
|-------------------|----|
| 1. Kellie Crowell | 18 |
| 2. Raquel Felzien | 20 |
| 3. Duane Hoffman | 21 |
| 4. Andrew Lee | 18 |
| 5. Ron Doggett | 12 |
| 6. Janine Schmidt | 20 |

The following directors were elected, via secret ballot, to serve as the At-Large Representatives to the ACE Executive Committee:

1. Kellie Crowell
2. Raquel Felzien
3. Duane Hoffman
4. Andrew Lee
5. Janine Schmidt

ELECTION OF AT-LARGE REPRESENTATIVE TO THE JOINT OPERATING COMMITTEE

The election of the Joint Operating Committee at-large member was conducted at the ACE Board of Directors January 21, 2026, Annual Meeting. The Joint Operating Committee is composed of the three officers from each of ACE, MEAN, and NPGA plus three at-large member positions (one Representative or Alternate Representative from ACE, one from MEAN, and one from NPGA hold the three at-large positions), who shall serve for a term of one year or until their successors are elected and qualified, whichever is later. An overview of the election process was presented.

Duane Hoffman (incumbent) was nominated prior to the meeting. Hoffman was eligible for election and had previously confirmed his willingness to serve. Additional nominations were solicited from the floor; Mike Palmer was nominated.

Motion: Ron Doggett moved to cease nominations and a secret ballot be cast for the At-Large Representative to the Joint Operating Committee. Kellie Crowell seconded the motion.

Voting results were as follows:

- | | |
|------------------|----|
| 1. Duane Hoffman | 17 |
| 2. Mike Palmer | 5 |
| Did Not Vote | 4 |

Duane Hoffman was elected At-Large Representative to the Joint Operating Committee.

LEGISLATIVE UPDATE

Kara Hunt, Government Affairs & Project Manager, provided updates on the current Nebraska legislative session.

CONTRACTS AND GENERAL COUNSEL REPORT

There were no contracts to report.

General Counsel Report:

Michelle Lepin, General Counsel, provided updates regarding the pending merger between Black Hills Corp. and NorthWestern Energy, including various filings and an upcoming hearing at the Nebraska Public Service Commission. The merger is anticipated to conclude late 2026 or early 2027.

ITEMS FOR FUTURE AGENDA

Devine reminded Directors to forward any additional agenda items to ACE staff so they may be included on the agenda for the next meeting.

ADJOURNMENT

There being no further business, the meeting adjourned at 11:18 a.m.

Recorded by:
Laurie Keiser, Administrative Assistant

Submitted by:
Jeremy Tarr, Vice Chairperson
ACE Board of Directors