

LOUP POWER DISTRICT
BOARD OF DIRECTORS
March 28, 2023

The regular meeting of the Board of Directors of the Loup River Public Power District was held at the Loup Power District Board Room, Columbus, Nebraska on March 28, 2023.

Notification of the meeting was published in the Columbus Telegram and on the Loup Power District website.

Director Heesacker presided as Chairman of the meeting and Assistant Secretary Angell Robak recorded the minutes.

Roll call showed:

Present: Tooley, Donoghue, Zach, Fleming, Cerv, Aerni, Drozd, Heesacker

Absent: Langemeier

Staff Present: Neal Suess, Korey Hobza, Walt Williams, Dan Hellbusch, Todd Duren, Amanda Henry

Absent: None

Others: Bob Beran of Dana F. Cole and Company, LLC

Chairman Heesacker reminded everyone of the open meetings law and stipulated this meeting would be conducted according to the Nebraska open meetings law. Chairman Heesacker also stated he would be conducting the meeting based on Robert's Rules of Order.

President/CEO Suess welcomed Mr. Beran to the meeting.

Director Aerni made a motion to excuse the absence of Director Langemeier. Director Drozd seconded the motion and roll was called.

Aye: Tooley, Donoghue, Zach, Fleming, Cerv, Aerni, Drozd, Heesacker

Nay: None

Absent: Langemeier

The motion carried.

The minutes of the February 28, 2023 meeting were approved.

The following reports were presented to the Directors: the February 2023 Staff Operations Report – Exhibit 23-037; the February 2023 Bank Reconciliation Report – Exhibit 23-038; the February 2023 Vendor Payment Report – Exhibit 23-039. Additional reports presented to the Directors included various financial metrics of the District for February 2023 – Exhibit 23-040; selected financial information for February 2023 – Exhibit 23-041; NPPD's Board of Directors Board Meeting Agendas for the March 9-10, 2023 NPPD Board Meeting – Exhibit 23-042; and NPPD's RRC/PRAB/Customer Meeting Agenda and Presentations for the March 23, 2023 Meeting – Exhibit 23-043.

Finance and Budget Committee

A letter addressing the 2022 Audit is filed as Exhibit 23-044.

Director Zach made a motion to accept the 2022 Audit report. Director Aerni seconded the motion.

Director Zach stated the Finance and Budget Committee met on March 21, 2023 with the District's auditor, Bob Beran of Dana F. Cole and Company, LLC via Zoom to review the District's 2022 audit in depth. He then turned the meeting over to Mr. Beran to inform the Board of the audit results.

The 2022 Audit report is filed as Exhibit 23-045.

Mr. Beran stated the 2022 audit was issued with an unmodified opinion, which is the best opinion to be received. The District has good internal controls so there are no findings to report. The auditors received great cooperation from the Accounting and Finance Department and Vice President of Accounting and Finance/CFO Williams. Mr. Beran stated it was a very good audit, and there were no non-compliance issues. At this time, Mr. Suess thanked Mr. Beran and his staff and Vice President Williams and his department for all of their help in securing a clean 2022 audit.

Jared Barton of the Columbus Telegram entered the meeting at 9:10 A.M.

Mr. Beran discussed various aspects of the audit with management and the Board.

The question was called.

Aye: Tooley, Donoghue, Zach, Fleming, Cerv, Aerni, Drozd, Heesacker

Nay: None

Absent: Langemeier

The motion carried.

Mr. Beran exited the meeting at 9:17 a.m.

President/CEO Suess welcomed Mr. Barton to the meeting.

Executive Committee

A letter addressing District Water Issues is filed as Exhibit 23-046.

President/CEO Suess indicated that District management, along with the District's attorney, have completed a working draft of the non-capacity amendment to the District's license, which mainly addresses the low water flow plan and water temperature issues in the lower Platte River. Mr. Suess stated that the District plans to file this non-capacity amendment with the Federal Energy Regulatory Commission (FERC) in the near future, once management's consultation with the United States Fish and Wildlife Service (USFWS) and the Nebraska Game and Parks Commission (NGPC) is completed, and the District hopes to get a ruling from FERC sometime in 2023.

President/CEO Suess reiterated that, on December 12, 2022, the Department of Natural Resources (DNR) ruled that all Objectors to the interbasin water transfer case had no standing to intervene. Mr. Suess noted that the District was an Objector in a filing with the Central Platte Natural Resources District (CPNRD) and the Lower Loup Natural Resources District (LLNRD). Mr. Suess stated that, on January 9, 2023, the District, CPNRD, and LLNRD, as well as other Objectors, filed an appeal of the DNR's decision. Mr. Suess indicated that the DNR granted a stay for 90 days to those Objectors who filed an appeal to the ruling pending a status conference. Mr. Suess indicated that the District was notified it will need to file an appeal to the Nebraska Supreme Court/Court of Appeals on or before March 30, 2023.

President/CEO Suess indicated the District continues to hold in abeyance the Eighth Circuit Court of Appeals filing for review of the License Order, with the next filing expected to take place in early May 2023.

Regarding damage and repair from the mid-March 2019 storm event, President/CEO Suess indicated that the final design drawings were submitted to FERC for review of the overflow structure. Mr. Suess noted that FERC Staff and the District have a meeting scheduled for March 29, 2023 to discuss these drawings and provide comments, including a review of the Potential Failure Mode Analysis (PFMA) for this project. Mr. Suess added that, once this meeting is completed, the District will work with its consultant to finalize the design and bid out this spring, with completion expected in late 2023 or early 2024.

Management and the Board discussed several items related to the District's hydroelectric license and other State of Nebraska water issues.

A letter regarding the Broadband Update is filed as Exhibit 23-047.

President/CEO Suess indicated that District management has been working with Platte County to determine if private broadband entities would be interested in partnering to provide high-speed fiber optic broadband to areas of rural Platte County.

President/CEO reiterated that Stealth Broadband (Stealth) was selected as the best response to partner with, and the District entered into a Memorandum of Understanding (MOU) with Stealth and Platte County. Mr. Suess stated that Stealth has submitted numerous grant applications through the Nebraska Public Service Commission (NPSC) and the Nebraska Capital Projects Fund (CPF) program with the hope of obtaining additional funding for this broadband project, noting that the District is waiting to see if Stealth is granted any awards before moving forward.

President/CEO Suess noted that the District continues to work with Universal Broadband Consulting (UBC) to help align goals and put agreements together. Mr. Suess added that the District, Platte County and Stealth are looking for additional funding opportunities for construction of the broadband backbone and hope to have other counties make a commitment in the future.

President/CEO Suess indicated that management is moving forward with the National Rural Telecommunications Cooperative (NRTC) Smart Grid Technology Planning Study. Mr. Suess

added that District management has held several meetings with NRTC regarding a variety of topics, and a final report is expected to be completed in mid-May 2023.

Management and the Board discussed various items related to the rural broadband issue.

Support Services Committee

A letter regarding the 2022 NPPD EnergyWise Annual Report is filed as Exhibit 23-048.

President/CEO Suess indicated that NPPD has provided a copy of the 2022 EnergyWise Annual Report to all wholesale customers which contains information regarding energy efficiency programs supported by NPPD and its wholesale customers. The EnergyWise program has greatly benefited NPPD and its wholesale customers, as well as the retail customers of the District who have chosen to take advantage of the programs offered by the District. Mr. Suess stated the District continues to be one of the largest users of dollars in the EnergyWise program and provides the most savings of all wholesale customers, noting that the total reimbursement for 2022 was \$343,567, compared to \$255,714 in 2021. Vice President Duren added that this program is a great customer relations tool, and the District takes great pride in providing programs to increase energy efficiency for its customers.

Management and the Board discussed various aspects of the EnergyWise program.

The Legislative Bill Watch letter is filed as Exhibit 23-049.

President/CEO Suess indicated the 108th Legislature of the 2023 Nebraska Unicameral is over halfway completed with its 90-day session.

President/CEO Suess stated that all priority bills have been named; however, it is yet to be determined if they will all be acted upon, due to philosophic issues within the Unicameral. Vice President Duren noted that all-day and late-night debate begins today, March 28.

Vice President Duren discussed with the Board various bills that have been introduced by the State Senators, particularly those related to the electric utility industry. Several bills are being closely watched by organizations of which the District is a member, including the Nebraska Power Association (NPA), the Nebraska Economic Development Association (NEDA), and the Columbus and State of Nebraska Chambers of Commerce.

Management and the Board discussed further items related to the 2023 Nebraska Unicameral session.

At 10:11 A.M. the Board took a brief break and returned at 10:20 A.M.

At this time, Vice President of Accounting and Finance/CFO Williams presented his report to the Board, which included the financial report for February, filed as Exhibit 23-050. Reports to the Board were also presented by Vice President of Engineering Hobza, Vice President of Operations Hellbusch, Vice President of Corporate Services Duren and Human Resource Manager Henry.

The work order letter is filed as Exhibit 23-051.

Director Cerv made a motion to approve the work order letter as presented. Director Donoghue seconded the motion.

A brief discussion took place regarding an amended purchase order.

The question was called.

Aye: Tooley, Donoghue, Zach, Fleming, Cerv, Aerni, Drozd, Heesacker

Nay: None

Absent: Langemeier

The motion carried.

The next regular Board meeting is set for April 25, 2023, at 9:00 A.M. at the General Office.


NPPD is holding meetings on their Integrated Resource Plan on Tuesday, March 28, 2023 in Norfolk at Divots and on Wednesday, March 29, 2023 in Columbus at the NPPD General Office from 6:00 to 8:00 P.M.

President/CEO Suess noted that April 18, 2023, is Lineworker Appreciation Day.

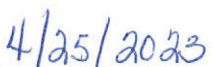
The Columbus Area Chamber of Commerce Annual Celebration is set for Thursday, April 27, 2023 at the Ramada beginning at 5:30 P.M. Loup Power District will be recognized for 90 years of membership.

The APPA Annual Conference is set for June 16-21, 2023 in Seattle, WA.

Director Donoghue made a motion to adjourn. Director Drozd seconded the motion. The motion carried by voice vote.



Chairman of the Board



Date



Assistant Secretary