

**Minutes of the 169th Regular Meeting of the Board of Directors
Northeast Nebraska Public Power District**

The 169th regular meeting of the Northeast Nebraska Public Power District was called to order at 10:05 a.m., on December 20th, 2011, by President Don Larsen, who chaired the meeting. This meeting was held in the power district's General Office in Wayne, NE. President Larsen announced that the meeting was being conducted pursuant to the Nebraska Open Meetings Law and pointed out the location of the law in the meeting room.

Notice of this meeting was posted at all facilities of Northeast Nebraska Public Power District and was delivered by first class mail to the City Hall offices of the following towns and villages: Allen, Carroll, Concord, Dixon, Emerson, Foster, Hoskins, Hubbard, Jackson, Martinsburg, Maskell, McLean, Newcastle, Obert, Osmond, Pierce, Ponca, Thurston, Waterbury, Wayne, and Winside. Notice was also sent to the following newspapers: Nebraska Journal Leader, Norfolk Daily News, Norfolk Shopper, Pender Times, Pierce County Leader, Osmond Republican, Randolph Times, South Sioux City Star, Wakefield Republican, and Wayne Herald.

The following Officers and Directors were present:

**Director Bodlak Director Gustafson Director Lebsock Director Birkley
Director Silhacek Director Larsen Director Kneifl Director Gansebom**

Directors absent: None.

Others present: Mark Shults, Kyle Dahl, Jan Kristjanson, and Mandy Backer.

Review and approve minutes of the November 22, 2011 regular board of directors meeting: Following review of the minutes a few corrections and an addition were suggested, and then a motion was made by Director Lebsock to approve the minutes of the November 22, 2011 Regular Board Meeting, with corrections and with the addition of the Manager's Goals. The motion was seconded by Director Gustafson and was approved on an 8-0 on a voice vote.

Review and Approve the minutes of the December 9, 2011 Safety Meeting. After a review of the minutes, a motion was made by Director Gansebom to approve the minutes of the December 9, 2011 Safety Meeting, which was seconded by Director Bodlak, and approved on an 8-0 voice vote.

Public Comment Period: None

Authorization of November 2011 Expenses: There was a brief discussion of various expenses, followed by a motion to approve the November 2011 expenses made by Director Silachek, and seconded by Director Lebsock.

The following roll call vote was taken upon the motion:

Director Larsen – yes	Director Gustafson – yes	Director Silhacek – yes
Director Birkley – yes	Director Gansebom – yes	Director Lebsock – yes
Director Kneifl – yes	Director Bodlak - yes	

November 2011 Financial Statements. Mark Shults reported that there was nothing really unusual in the financial reports, and that things were looking to be right on course to the budget. After a brief discussion, Director Silhacek made a motion to approve the November 2011 Financial Statements, which was seconded by Director Kneifl. The motion passed on an 8-0 voice vote.

Management Reports:

1. Mandy Backer: Mandy reported that she and the other District employees all appreciated the Christmas gifts from the Board, and that she is working on closing work orders and that Randy Gamble is working on bidding out items for next year.
2. Jan Kristjanson: Jan reported that so far the Operation Round Up program has generated \$2,947.14.
3. Mark Shults: Mark reiterated Mandy's early statements about the employees appreciating the Christmas gifts, and gave a report regarding the question of whether the towns of Emerson and Winside should participate in the election of the Directors for the District, since the District is not the exclusive provider of electric service. He also commented on some future legislation and NPPD's proposed economic development rate, and said he will see if some of the Board members can attend a future meeting to discuss the issue. He also stated that he is still planning on purchasing laptops or tablets for the Board to use at the meetings instead of handling all the paper. Mark also discussed with the Board the latest proposal from Pierce Utilities to resolve the service area dispute between the District and Pierce. Mark stated that he and attorney Kyle Dahl will work on preparing a response.

Old Business: None.

New Business:

1. Resolution 2011-12-01. Board action to accept management's recommendation for write-offs of uncollectible electric bills for FY 2011. Jan Kristjanson gave a report on the uncollectible bills and noted that the District will still attempt to collect the debt. Director Gustafson then made a motion to approve the resolution, which was seconded by Director Bodlak. The resolution passed on an 8-0 voice vote.
2. Resolution 2011-12-02. Resolution to accept the Cooperative Finance Corp. (CFC) of Herndon, VA as an acceptable holder of District funds in interest bearing accounts. Jan Kristjanson and Mark Shults discussed the benefits of authorizing CFC to hold funds on behalf of the District. After a brief discussion, Director Bodlak made a motion to approve the resolution, with the addition that the amount of money that could be invested with CFC by the District be capped at one million dollars.
3. Resolution to name the Directors of the Northeast Nebraska PPD Charitable Trust. This Board will disburse donated funds to communities. Mark Shults commented on the fact that pursuant to the Articles of Incorporation, the NNPPD Board is required to nominate the initial directors to serve on the Board. After discussing possible candidates from each county, the Director Kneifl made a motion to nominate the following persons to serve as the initial directors, pending the nominees' acceptance and approval by the Board at the next regular board meeting: Troy Frank, representing Pierce County; Susie Day, representing Dixon County; Cheri Albrecht, representing Dakota County; Ken Liska, representing Wayne County, Jean Bodlak, representing Thurston County, and Darryl Ferrichs, representing Stanton County. The motion was seconded by Director Lebsack, and passed on an 8-0 voice vote.

Director Gansebom left at 1:19 p.m.

4. Discussion about the selection of Attorney to the Board of Directors. A discussion was had about the attorney for the District as Kyle Dahl informed the Board that he is joining the law firm of Jewell, Collins and Flood beginning on January 1, 2011. Kyle stated that he could present a new retainer agreement for legal services at the next meeting for the Board to consider. No official action was taken.

Board Member Reports: Director Bodlak gave a report about the Nebraska Wind Energy Conference he attended last month.

Executive Session: President Larsen asked if there was any need for the Board to go into executive session. No one made a motion for the Board to go into executive session and none was had.

There was then a motion to adjourn the meeting made by Director Gustafson and seconded by Director Kneifl and was approved 7-0 on a voice vote. The meeting was adjourned at 3:05 p.m.

I, the undersigned, secretary of the Northeast Nebraska Public Power District, Wayne, Nebraska, hereby certify that all of the subjects included in the foregoing proceedings were contained in the agenda for the meeting, kept continually current and available for public inspection at the office of the District; that minutes of the District were in written form and available for public inspection within ten working days and prior to the next convened meeting of said body; that all news media requesting notification concerning meeting of said body were provided advance notification of the time and place of said meeting and the subject matters to be discussed at said meeting.

Secretary

Attest: _____
President