

**Minutes of the 185th Regular Meeting of the Board of Directors
Northeast Nebraska Public Power District**

The 185th regular meeting of the Northeast Nebraska Public Power District was called to order at 6:11 p.m., on April 23rd, 2013, by President Don Larsen. This meeting was held in the 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 Gansebom	Director Silhacek	Director Gustafson
Director Larsen	Director Lebsock	Director Kneifl
Director Bodlak	Director Newton	

Directors Absent: None.

Others present: Mark Shults, Kyle Dahl, Mandy Backer, Jan Kristjanson, Randy Belt, and Kevin Pollard from NNPPD; Adam Herink and John Crane from Bluestem, LLC; Garry Poutre and Lowell Johnson from the City of Wayne, Nebraska; Todd Hegwer, consultant; Larry Arens, Fred Christensen and Pat Pope from Nebraska Public Power District.

1. Review and approve minutes of the March 26, 2013 Regular Board of Directors Meeting: Director Lebsock made a motion to approve the minutes of the March 26, 2013 Regular Board Meeting, which was seconded by Director Gustafson and approved 8-0 on a voice vote.
2. Review and approve minutes of the April 19, 2013 Employee Safety Meeting: Director Gansebom made a motion to approve the minutes of the April 19, 2013 Employee Safety Meeting, which was seconded by Director Kneifl and approved 8-0 on a voice vote.
3. Presentation by Mr. Pat Pope, CEO of NPPD to discuss new long term purchase agreements. Mr. Pope gave a presentation to the Board about NPPD's desire to enter into a new long term purchase agreement with NeNPPD as well of some of the challenges facing NPPD and public power generally in Nebraska into the future. Following the presentation there was a brief question and answer period and discussion among management, the board and Mr. Pope. At the end of the Q&A/discussion period, the Board thanked Mr. Pope for his time. This was a discussion item only, and no official action or votes were taken by the Board at this time.
4. Presentation by Mr. Adam Herink, Bluestem LLC to discuss wind purchase power agreement. Mr. Herink presented some information regarding his proposal to offer into a wind purchase power agreement with the District. Following the presentation, there was a brief discussion between management, Mr. Herink, and the Board about the proposal. This was a discussion item only and no official action or votes were taken by the Board.

5. Presentation by Mr. Todd Hegwer regarding his services to facilitate the Board's annual planning meeting. Mr. Todd Hegwer gave a brief presentation about his background and the services he could offer to the Board in helping to facilitate the Board's annual planning meeting, and provided some of his thoughts on the discussions that took place earlier in the meeting. This also was a discussion item only and no official action or votes were taken on the issue.

6. Authorization of March 2013 expenses. There was a brief discussion of various expenses, followed by a motion to approve the March 2013 expenses made by Director Gansebom and seconded by Director Kneifl. The motion carried on an 8-0 voice vote.

The following roll call vote was taken upon the motion:

Director Larsen - yes
Director Kneifl - yes
Director Bodlak - yes

Director Gustafson - yes
Director Newton - yes
Director Lebsock - yes

Director Silhacek - yes
Director Gansebom - yes

All directors present voting yes, the chairman declared the motion carried 8-0.

7. Review and Approve the March 2013 Financial Statements. Mark Shults presented the financial reports for March 2013, which was followed by a brief discussion. Director Gustafson made a motion to approve the financial statements for March 2013, which was seconded by Director Lebsock. The motion carried on an 8-0 voice vote.

8. Old business

a. Brief summary of presentation at the March meeting of the G&T. Dan Gansebom filed a report with the Board discussing the recent G&T meeting, and there was a brief discussion between management, the Board, and Director Gansebom. No official action or votes were taken on this issue.

b. Discussion about the District responsibilities for refunds of aid to construction payments. There was a brief discussion between the Board and management about the plan to provide refunds of aid to construction payments, if the situation requires, but no official action or votes were taken.

9. New Business

a. Amend the By-laws of Operation Roundup to consolidate Stanton and Wayne Counties into one Board position. There was a brief discussion about the amendments to by-laws of the Northeast Nebraska Charitable Fund, reflecting the fact that Wayne and Stanton Counties were consolidated into one Board position, as previously approved by the Board. There was no official action or vote taken at this time.

b. Resolution 2013-03-02. Resolution to prepay certain obligations of the employee pension fund with a short term unsecured low interest loan from CFC. A motion was made by Director Silhacek to adopt the resolution, which was seconded by Director Lebsock. The motion carried on an 8-0 voice vote.

10. Management Reports:

1. Mandy Backer: Mandy reported that the Mack truck that the District previously ordered is getting close to completion. It needs to have the boom fitted, and should be delivered by the fall of this year. She also reported that they are making progress with the staking software, and that the G&T is sponsoring a program for NNPPD employees to obtain ID cards.

2. Jan Kristjanson: Jan provided some statistics on the recent outage due to the late winter storm during the days of April 16-18. There were 2,581 calls, 1,396 of which were answered by a person, 895 people hung up after hearing a recorded message, and those who decided to remain on the line for a person had to wait an average time of 45 seconds, and the average call lasted 135 seconds to report an outage.

3. Randy Belt: Randy also provided some information about the outage and the fact that NPPD and Elkhorn Rural Public Power District provided employees to help with the restoration efforts. He also noted a couple interns were hired for the summer, and that they will be meeting some of the local fire departments over the next several weeks to discuss issues regarding electricity and firefighting issues.

4. Kevin Pollard: Kevin discussed the fact that negotiations continue with the City of Pierce to share a portion of line west of the City of Pierce, and that he is hopeful that they should have an agreement soon.

5. Mark Shults: Mark reported on the fact that they have the opportunity to sell some property near Emerson, and that they hope to have a purchase agreement soon.

11. Board Member Reports: None.

12. Executive Session for the purpose of discussing potential litigation, real estate and personnel issues: Director Larsen asked if there was any need for the Board to go into executive session. No motions were made for the Board to go into executive session and no session was had.

There was then a motion to adjourn the meeting made by Director Gustafson and seconded by Director Kneifl and was approved 8-0 on a voice vote. The meeting was adjourned at 11:16 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