

MT. WHEELER POWER, INC.
1600 Great Basin Blvd
ELY, NEVADA 89301
August 9, 2023
BOARD MINUTES

This was a properly noticed special meeting of the Board of Directors held on Wednesday, August 9, 2023 at 9:00 a.m., in the Cooperative's Office in Ely, Nevada.

Current Directors

Rick Hendrix, President
Ron Niman, Vice-President
Jerald Anderson, Secretary
Mary Kerner, Treasurer
Bob Pratt, Director

Wade Robison, Director
Cody Odgers, Director
Marty Plaskett, Director
Monica Simon, Director

Katie McConnell, Attorney

Present Staff

Kevin Robison, CEO
Shellie Watts, Member Services/Communications Manager
Bill Ricci, Operations Manager
Tim Uhalde, Substation Manager
Trish Stanton, Finance/Accounting Manager
Kelly Ernest, Network Specialist

Absent

Guests Present

Shadrach Robertson	White Pine Chamber of Commerce
Dr. Trent Smith	WPHS Band
Meg Rhoades	WPHS Band
AJ Salazal	WPHS Band
Benjamin Rhoades	WPHS Band
Richie Bennett	WPHS Band
Carter Nielson	WPHS Band
Sydney Nielson	WPHS Band
Alyssa Nielson	WPHS Band
Breanna Nielson	WPHS Band
Justice McBride	WPHS Band
Mike Dalton	Consultant Ely Shoshone Projects Grants

MT. WHEELER POWER, INC.
August 9, 2023
BOARD MINUTES

This was a properly noticed special meeting of the Board of Directors held on Wednesday, August 9, 2023, at 9:00 a.m., in the Cooperative's Office in Ely, Nevada.

I. CALL TO ORDER

President Hendrix called the meeting to order at 9:10 a.m.

II. ROLL CALL OF DIRECTORS AND LISTING OF MEMBERS AND GUESTS PRESENT

Secretary Anderson noted directors and staff in attendance.

III. INVOCATION

Secretary Anderson offered the invocation.

IV. AGENDA: Additions, Deletions, Approval of Agenda and Setting Time of Adjournment.

MOTION Director Plaskett moved to approve the agenda as presented. Seconded by Director Robison. Carried

V. MEMBER COMMENTS

WP Chamber of Commerce Executive Director Shadrach Robertson thanked the board for their membership for the past 40 years. He reported on what the chamber provides and provided a packet for membership renewal.

Dr. Trent Smith and the WPHS Band thanked the board for their donation and reported on their trip to San Diego for Heritage Festival of Bands, where they earned a bronze metal.

VI. EXECUTIVE SESSION

None

***A. Litigation Matters and Attorney Report**

None

VII. MANAGER'S REPORTS

A. Safety

The June and July Employee Safety Meeting minutes, and June Safety Committee Meeting minutes were included in the board packet.

B. Attorney

None

C. CEO

CEO Robison's report was included in the board packet. Much discussion held concerning Tier 2 costs and how to fairly recapture those costs. Discussion held concerning forecasting power costs with WAPPA as well as alternative energy sources. He also reported Rachel will be moving into another position with CoBank and Paul Podany will be our representative.

D. Operations

Operations Manager Ricci discussed the fire mitigation plan, new AI products, prohibited periods of trimming trees and answered questions from the board.

E. Engineering

Substations Manager Uhalde discussed oil levels of T-2. Discussion held concerning work to be conducted including transformer upgrades and grounding work. Brett Hardy was hired as the Substation Technician and will be starting August 16, 2023.

F. Member Services and Communications Manager Watts

Shellie Watts Member Services/Communications Manager reported on e-statements, upcoming scheduled outages, school supply drive, and NWPPA Excellence in Communications entries. Congratulations to Christina Sawyer Internal Communications Specialist—a couple of the communication entries are finalists!

G. Finance

Accounting/Finance Manager Stanton has been working on the 2024 Budget. She and Sr. Accounting Clerk Tandy Haslem also attended a conference on Tax and Finance.

VIII. DIRECTOR'S REPORTS:

A. Deseret Power A-1 2024 Rate Fuel Cost Adjustment

No meeting last month. President Hendrix discussed the ozone transport rule which was challenged in court and seems to be looking good for Deseret at this time.

B. URECA

No meeting last month

C. NREA

A donation was made to the Employees' Family Co-op Fund. They also approved membership with Arizona Public Power. State BLM officers including the fire manager came and discussed right-of-way stipulations, permitting time frames, the USDA's New Era Program, and other challenges were also discussed. The next meeting will be in Portala, CA and will be hosted by Plumas Sierra.

D. Other Director Reports, Comments, or Inquiries

Secretary Anderson reported on the CFC Forum.

IX. UNFINISHED BUSINESS:

A. National and State Legislative Issues and Regulatory Matters

CEO Robison reported NRECA has come out in opposition to the EPA's Power Plant Rules. He also discussed the coal ash impoundment rules the EPA is trying to impose which Deseret is working on.

B. Renewables, Efficiencies and Conservation Report

CEO Robison provided the Renewables, Efficiencies and Conservation Report in the board packet. He will share the new members' generation and watch battery storage life closely.

*** C. Risk Management and Mitigation**

Discussion held concerning Gonder Substation including pricing for new transformers, lease footprint and an option to add a third transformer.

August 9, 2023

Page 4

*** D. Bonanza 51 Megawatt Gas Plant Documents**

CEO Robison reported the gas plant will most likely be built at Bonanza however they are waiting for permits.

*** E. Power Factor Adjustment Integrated into Specific Tariffs**

CEO Robison reported there are not any updates yet. Meter Tech Jody Pintar is working on getting meters programed. Discussion held concerning member education.

X. NEW BUSINESS:

*** A. NRECA Region 9 Voting Delegate**

MOTION Vice-President Niman moved to appoint President Hendrix as the Voting Delegate. Seconded by Director Simon. Carried

MOTION Vice-President Niman moved to appoint CEO Robison as the Alternate Voting Delegate. Seconded by Director Robison. Carried

*** B. CFC Region 9 Voting Delegate**

MOTION Vice-President Niman moved to appoint Secretary Anderson as the voting delegate and President Hendrix as the alternate voting delegate. Seconded by Director Robison. Carried

*** C. Federated Region 9 Voting Delegate**

MOTION Secretary Anderson moved to appoint CEO Robison as the Voting Delegate and Secretary Anderson as the Alternate Voting Delegate. Seconded by Vice-President Niman. Carried

D. URECA Youth Camp Report

This item will be brought back to the next board meeting.

*** E. Auditor Engagement Letter**

Accounting/Finance Manager Stanton provided the Board with the Auditor Engagement Letter in the board packet. CEO Robison reviewed the letter with the board.

MOTION Secretary Anderson moved to approve the Auditor Engagement Letter as presented. Seconded by Director Plaskett. Carried

*** F. Capital Credit Retirement**

Accounting/Finance Manager Stanton proposed an October date for capital credit retirements if the board would like to approve a retirement in 2023. Discussion held concerning amounts and scenarios for a 2023 retirement. This item will be brought back to the next board meeting.

*** G. Policy 3.6 Payment, Approval and Purchasing Requirements**

A redline and clean copy of Policy 3.6 Payment, Approval and Purchasing Requirements was included in the board packet. Purchasing Coordinator Andy Britton explained changes to the policy including provisions for emergency purchases.

MOTION Secretary Anderson moved to approve Policy 3.6 Payment, Approval and Purchasing Requirements as presented and discussed. Seconded by Treasurer Kerner. Carried

*** H. Policy 5.22 Use of Cooperative Vehicles**

A redline and clean copy of Policy 5.22 Use of Cooperative Vehicles was included in the board packet. CEO Robison reviewed changes with the board and discussed benefits of having specific employees take vehicles home to reduce response time. This item will be brought back to the next board meeting.

*** I. Building Remodel Approval**

CEO Robison discussed the bid received to complete the downstairs remodel. Discussion held concerning work which was and was not included in the bid as well as the budgeted amount.

MOTION Director Robison moved to approve the LOSTRA bid to remodel the downstairs of the main corporate office including the board room, kitchen, and bathrooms for \$456,121.07. Seconded by Director Pratt. Carried

*** J. Tribal Entities Partnership with IJJA Monies 1:30 p.m.**

Michael Dalton consultant with the Ely Shoshone Tribe attended to have a discussion on projects to use the IJJA monies. Discussion was held on partnering to upgrade the Murry substation and loop feeding Mineral Heights and the Tribe. This project would take approximately 5-years to complete. Discussion held concerning allocation of IJJA monies. It was the consensus of the board to partner with the Tribe to complete this upgrade.

*** K. Policy 7.2 Deceased Patron's Capital Credits**

A redline and clean copy of Policy 7.2 Deceased Patron's Capital Credits was included in the board packet. CEO Robison reviewed suggested changes including moving the annual limit from \$100,000.00 to \$125,000.00.

MOTION Vice-President Niman moved to approve changes to Policy 7.2 Deceased Patron's Capital Credits including changing the annual calendar limit to \$125,000.00. Seconded by Secretary Anderson. Carried

XI. CONSENT AGENDA:

*** A. Deceased Patron's Capital Credits**

President Hendrix reviewed deceased patrons' capital credit request.

MOTION Secretary Anderson moved to approve disbursement of deceased patrons' capital credits in the discounted amount of \$16,862.00. Seconded by Director Simon. Carried

*** B. Unclaimed Patronage Funding Requests**

i. Eureka Restoration Group 2:00 p.m.

The Eureka Restoration Enterprise provided the board with a letter updating them on the project. They reported on their interaction with the state fire marshal and Director Plaskett reported on his visit to the building. They are requesting a donation of \$12,320.00 to upgrade the electrical system in the building.

MOTION Director Plaskett moved to approve a donation to the Eureka Restoration Enterprise for \$12,320.00. Seconded by Director Robison. Carried

C. Financials

Accounting/Finance Manager Stanton prepared and provided the May financials in the board packet. She provided the Form 7 reports along with graphs showing budget vs actuals. She reported on revenue by class, power costs, margins, maintenance, depreciation, taxes and interest on long term debt, cash funds, operating funds, and restricted funds. She reviewed KRTAs and discussion was held concerning securities. NV State Bank would like to present to the board in October 2023. CEO Robison discussed debt service and future commitments. He also discussed the 2024 budget item of training for winter survival with a snow cat.

August 9, 2023

Page 7

*** D. Travel Approvals**

Director Anderson would like to attend the Region 9 meeting in Omaha, Nebraska.

MOTION Treasurer Kerner moved to approve travel for Secretary Anderson to attend the Region 9 meeting in Omaha, Nebraska. Seconded by Director Simon. Carried

*** E. Set Next Meeting and/or Committee Meeting**

The next regular meeting is scheduled for September 12, 2023, at 9:00 a.m. at the Cooperative's main office.

*** F. Minutes-Review of Regular Meeting Minutes of June 13, 2023, and Taking of Necessary Action Thereon**

The regular meeting minutes of June 13, 2023 were presented to the Board in the board packet.

*** G. Strategic Planning**

CEO Robison sent NRTC's written plan to the board and asked for questions. Discussion held concerning goals and priorities for new technology in 2024 and beyond.

*** H. Material Purchases**

CEO Robison discussed two sets of pole purchases which were included in the packet as well as 7 more pad mount transformers and the additional cost of those.

MOTION Treasurer Kerner moved to approve the additional cost of 7 pad mount transformers. Seconded by Director Simon. Carried

XII. EXECUTIVE SESSION

None

XIII. ADJOURNMENT

MOTION Secretary Anderson moved to adjourn at 2:48 p.m. Seconded by Director Plaskett. Carried.

CERTIFICATION

I, **Jerald Anderson**, Secretary of the Board of Directors of Mt. Wheeler Power, Inc., Ely, Nevada do hereby certify that the foregoing is a true and correct copy of the Minutes of a Special meeting of the Board of Directors held in the Cooperative's Office in Ely, Nevada. 9:00 a.m., August 9, 2023.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of the Corporation to be affixed hereto, this _____ day of _____, 2023.

Jerald Anderson, Secretary

(SEAL)