

BOARD OF DIRECTORS MEETING, MARCH 29, 2010

The regular meeting of the Board of Directors of North Central Public Power District was held at the District Office, Creighton, Nebraska, on Monday, March 29, 2010 at 6:30 P.M.

Call to Order; notice of meeting and proof of mailing.

The meeting was called to order and conducted by Terry Strobe, President and Secretary, Gregory W. Walmer, recorded the minutes.

Directors in attendance were Gordon W. Fulton, William L. Jedlicka, Curt Zimmerer, Gregory W. Walmer, Mary Ketelsen, Brent Stagemeyer and Terry Strobe. Also attending were Wayne Rasmuss of Ameritas; Art Hickman, Staking Engineer / Safety Manager; Todd Zimmerer, Assistant Operations Manager; Chad Waldow, Operations Manager; Doyle Hazen, Manager of Finance and Administration; and Keith E. Harvey, General Manager. Absent was Jeffrey M. Doerr, District Attorney.

Notice of the meeting was given in advance thereof by publication in the Creighton News, Niobrara Tribune, Plainview News, Orchard News, Holt County Independent and the Verdigre Eagle as shown by the affidavit of publication attached to the minutes of the meeting. Notice of the meeting was given simultaneously to all the members and a copy of their acknowledgment and receipt of notice and agenda is attached to the minutes of the meeting. Availability of the agenda was communicated in the notice mailed to all the members of the meeting. All proceedings hereafter shown were taken while the convened meeting was open to the attendance of the public.

Approval of the February 8, 2010 Regular Board Meeting minutes.

A motion was made by Brent Stagemeyer and seconded by Gordon W. Fulton to dispense with the reading of the February 8, 2010 regular board meeting minutes as corrected. By roll call

vote, each director voted, yes. Motion carried.

Public Comment.

There were no public comments.

Discussion and possible action to refinance North Central's 2004 Bond Issue with a new 2010 Bond Issue. Wayne Rasmuss of Ameritas to provide documents to refinance North Central's 2004 Bond Issue.

Wayne Rasmuss of Ameritas passed out and explained a bond refund schedule..

Approval of Resolution NO. 2010-3A to call the entire 2004 Bond Issue as per their option provisions.

On a motion by Gordon W. Fulton and seconded by Wm. L. Jedlicka be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve Resolution No. 2010-3A to call the entire 2004 Bond Issue.

By roll call vote, each director voted, yes. Motion carried.

Approval of resolution for the issuance of electric system revenue refunding bonds, 2010 Series.

On a motion by Gregory Walmer and seconded by Curt Zimmerer be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve resolution for the issuance of electric system revenue refunding bonds, 2010 Series Amount \$1,680,000.

By roll call vote, each director voted, yes. Motion carried.

Staff Reports.

Doyle Hazen, Manager of Finance and Administration reported that recently the district's file server had to be replaced with a new file server as the old server was experiencing some major issues. The cost of the new file server was \$10,000. Auditors from Schmidt and Company are scheduled to be at the office on April 1, 2010 to work on the 2009 annual audit. Hazen also

reported there has been no pension increase at mid-year.

Chad Waldow, Operation Managers reported on the operations department's monthly operations. The Kennedy tie-line work has been completed. Waldow gave the board a quick tour of the new GIS mapping and also used it to discuss the proposed substation near Brunswick. The projected site of the new substation has been selected and the landowner has been contacted and agreed in principle to the sale of the property. RVW Inc. has arranged a pre-construction meeting and site visit for the first week in April. Waldow next reported on the operations department's work load. The transformer for substation 85-8 is back in service and is ready for the summer load. Line crews are building new irrigation services for the 2010 irrigation season. We have approximately five miles of line remaining to be built for a total of 55 irrigation services in 2010. The new truck T-8 has arrived and is being stocked with material; hope to be in service soon.

Loss control and safety report (February 10, 2010 – In-House Conducted).

The board of directors reviewed and discussed the February 10, 2010 – In-House Safety meeting minutes. On a motion by Curt Zimmerer and seconded by Brent Stagemeyer be it:

RESOLVED THAT the Board of Directors of North Central Public Power District accept the February 10, 2010 In-House Safety meeting minutes as presented and a copy be attached to the minutes of the meeting.

By roll call vote, each director voted, yes. Motion carried.

Manager's report including old business/new business/meetings attended and upcoming meetings.

Meetings attended:

The meetings attended are listed on the attached Manager's report.

Upcoming Meetings:

North Central Public Power District's next Board meeting will be held April 26, 2010.

New Business:

1. "Thank You" notes
2. Move the May Board meeting to May 24 since May 31 is Memorial Day.
3. Move the September board meeting from September 27 to September 20.
4. Results of communications tower inspection. Manager, Harvey reported the results of the inspection indicated there are safety issues that need addressed.

The cost to correct these safety issues is approximately \$9,450.

Old Business:

There was no business to discuss.

Discussion and approval of the January 2010 monthly financials.

General Manager, Harvey reviewed the January 2010 monthly financials with the Board of Directors. On a motion by Wm. L. Jedlicka and seconded by Gregory Walmer be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve the January 2010 monthly financial as presented and a copy be attached to the minutes of the meeting.

By roll call vote, each director voted, yes. Motion carried.

Discussion and approval of the February 2010 monthly financials.

General Manager, Harvey reviewed the February 2010 monthly financials with the Board of Directors. On a motion by Brent Stagemeyer and seconded by Gordon W. Fulton be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve the February 2010 monthly financial as presented and a copy be attached to the minutes of the meeting.

By roll call vote, each director voted, yes. Motion carried.

Approval of expenditures covering all monetary encumbrances of the District for the month of February 2010 with the exception of check # 76771 written to Hardware Hank in the amount of \$27.68.

The board of directors reviewed the expenditures covering the month of February 2010.

On a motion by Gordon W. Fulton and seconded by Wm. L. Jedlicka be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve the expenditures for the month of February 2010 with the exception of check #76771 written to Hardware Hank as presented and a copy be attached to the minutes of the meeting.

By roll call vote, each director voted, yes. Motion carried.

Approval of Check #76771 written to Hardware Hank in the amount of \$27.68.

On a motion by Curt Zimmerer and seconded by Mary Ketelsen be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve check #76771 written to Hardware Hank as presented and a copy be attached to the minutes of the meeting.

By roll call vote, Fulton, yes, Jedlicka, abstain, Stagemeyer, yes, Ketelsen, yes,

Zimmerer, yes, Walmer, yes, and Strobe, yes. Motion carried.

Adjournment.

I, Gregory W. Walmer, do hereby certify that I am the Secretary of North Central Public Power District and that the foregoing is a full, true and correct copy of the minutes of the Board of Directors, meeting in regular session, March 29, 2010.

Gregory W. Walmer, Secretary

APPROVED:

Terry Strobe, President

Attachments: (To the original minutes)

- Acknowledgment of Notice
- Publishers Affidavit
- Resolution NO. 2010-3A to call the entire 2004 Bond Issue
- Safety meeting minutes – February 10, 2010 In-House Safety meeting
- Manager's Report
- January and February 2010 financials
- February 2010 Check Register