

## **BOARD OF DIRECTORS MEETING, SEPTEMBER 26, 2011**

The regular meeting of the Board of Directors of North Central Public Power District was held at the District office, Creighton, Nebraska, on Monday, September 26, 2011 at 6:30 P.M.

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

The meeting was called to order at 6:30 p.m. and conducted by Terry Strope, President and Secretary, Gregory W. Walmer, recorded the minutes.

Directors in attendance were Gordon W. Fulton, William L. Jedlicka, Gregory W. Walmer, Mary Ketelsen, Curt Zimmerer, Brent Stagemeyer and Terry Strope. Also attending were Matt Fritz, Special Operations Tech 1; Art Hickman, Staking Engineer / Safety Manager; Chad Waldow, Operations Manager; Doyle Hazen, Manager of Finance and Administration; 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 August 29, 2011 Regular Board meeting minutes.**

A motion was made by Mary Ketelsen and seconded by Gregory Walmer to dispense with the reading of the August 29, 2011 regular board meeting minutes and approve the minutes as corrected. By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes;

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

**Public Comment.**

There were no public comments.

**Staff Reports.**

Chad Waldow, Operations Manager reported on the operation department's monthly operations. North Central had only one service that was disconnected due to the Missouri River flooding that took place early this summer. Testing showed the substation transformers held up well through the summer peak loads. Mid-Plains Power, LLC will be starting on the Winnetoon Transmission Line Upgrade FEMA & Winnetoon South Transmission Line projects soon. Waldow also report the new Santee Casino project that had previously been called off is now going to be built. Another project in planning is the construction of the new Central Valley Ag Elevator and Fertilizer facility that will be located between Royal and Orchard.

**Loss Control and Safety report (August 24, 2011 In-House conducted).**

The board of directors reviewed the August 24, 2011, In-House safety meeting minutes.

On a motion by Brent Stagemeyer and seconded by Mary Ketelsen be it:

RESOLVED THAT the Board of Directors of North Central Public Power District accept the In-House safety meeting minutes dated August 25, 2011 and a copy is to be attached to the minutes of the meeting.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strobe, yes. Motion carried.

**Discussion and possible action to amend the 2011 125 Plan Adoption Agreement as defined in the 125 Adoption Agreement as included in board packet.**

General Manager, Harvey discussed with the board members the purpose for amending the 2011 125 Plan Adoption Agreement.

On a motion by Gregory Walmer and seconded by William Jedlicka be it:

RESOLVED THAT the Board of Directors of North Central Public Power District amend the 2011 125 Plan Adoption Agreement as presented and a copy be attached to the minutes of the meeting.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strope, yes. Motion carried.

**Discussion and possible action to adopt the 2012 125 Plan Adoption Agreement effective January 1, 2012 as defined in the 125 Adoption Agreement as included in board packet.**

The 2012 125 Plan Adoption Agreement was reviewed by the board members. On a motion by Gordon W. Fulton and seconded by William Jedlicka be it:

RESOLVED THAT the Board of Directors of North Central Public Power District adopt the 2012 125 Plan Adoption Agreement as presented and a copy be attached to the minutes of the meeting.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strope, yes. Motion carried.

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

**Meetings Attended:**

There were no meetings attended.

**Upcoming Meetings:**

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

**New Business:**

There was no new business to discuss.

**Old Business:**

There was no old business to discuss.

**Discussion and approval of the August 2011 financials.**

The board of director reviewed the August 2011 financials. On a motion by Curt Zimmerer and seconded by Gregory Walmer be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve the August 2011 financials as presented and a copy be attached to the minutes of the meeting.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strope, yes. Motion carried.

**Approval of expenditures covering all monetary encumbrances of the District for the month of August, 2011 with the exception of Check #78826 written to Hardware Hank in the amount of \$25.30.**

The board of directors reviewed the expenditures covering the month of August 2011. On a motion by William Jedlicka and seconded by Gordon W. Fulton be it:

RESOLVED THAT the Board of Directors of North Central Public Power District approve the expenditures for the month of August 2011 as presented except check #78826 written to Hardware Hank in the amount of \$25.30 and a copy be attached to the minutes of the meeting.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strope, yes. Motion carried.

**Approval of Check #78826 written to Hardware Hank in the amount of \$25.30.**

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 #78826 written to Hardware Hank in the amount of \$25.30 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 Strope, yes. Motion carried.

**Board will adjourn into executive session for the purposes of discussing matters related to personnel to, among other things, avoid needless injury to individuals.**

On a motion by Gregory Walmer and seconded by Gordon W. Fulton be it:

RESOLVED THAT the Board of Directors of North Central Public Power District enter into executive session at 7:45 p.m. for the purposes of discussing matters related to personnel to, among other things, avoid needless injury to individuals.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strobe, yes. Motion carried.

On a motion by Gregory Walmer and seconded by Mary Ketelsen be it:

RESOLVED THAT the Board of Directors of North Central Public Power District leave executive session at 8:17 p.m.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strobe, yes. Motion carried.

**Discussion and possible action concerning amending the “Supplemental Traditional 401(k) and Roth 401(k) Savings Plan” section of the Full-Time Employee Handbook and the Temporary and Part-Time Employee Handbook.**

General Manager, Harvey discussed changing the District’s Supplemental Traditional 401(k) and Roth 401(k) Savings Plan for all Full-Time employees in order to comply with the Safe Harbor guidelines. Harvey’s recommendation to the board is to have the District contribute into all full time employees’ traditional 401(k) or the Roth 401(k) plan, matching dollar for dollar up to a maximum of four percent of the employees’ base annual earnings per pay period.

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

RESOLVED THAT the Board of Directors of North Central Public Power District amend the Supplemental and Traditional 401(k) and Roth 401(k) Savings Plan section of the Full-Time Employee Handbook and the Temporary and Part-Time Employee Handbook, and effective January 1, 2012 the District’s

contribution into the traditional 401(k) and Roth 401(k) savings plan be a maximum of four percent (4%) of the employees' base annual earnings as determined by the level of the individual employee contribution. The District shall match dollar for dollar the amount contributed to the plan by each employee up to a maximum of 4% of the individual employee's base annual earnings per pay period.

By roll call vote, Fulton, yes; Jedlicka, yes; Stagemeyer, yes; Ketelsen, yes; Zimmerer, yes; Walmer, yes; and Strobe, yes. Motion carried.

### **Adjournment.**

Board President, Strobe adjourned the board meeting at 8:30 p.m.

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, September 26, 2011.

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Gregory W. Walmer, Secretary

APPROVED:

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Terry Strobe, President

Attachments: (To the original minutes)

- Acknowledgment of Notice
- Publishers Affidavit
- August 25, 2011 Safety meeting minutes
- 2011 125 Plan Adoption Agreement
- 2012 125 Plan Adoption Agreement
- Manager's Report
- August 2011 Financials
- August 2011 Check Register
- Supplemental Traditional 401(k) and Roth 401(k) Savings Plan section of the Full-Time Employee Handbook and the Temporary and Part-Time Employee Handbook