

**INTERMOUNTAIN POWER AGENCY
BOARD OF DIRECTORS MEETING
JULY 17, 2023**

MINUTES

A meeting of the Intermountain Power Agency (IPA) Board of Directors was held on July 17, 2023, at the Intermountain Power Agency Offices, located at 10653 S. River Front Parkway, Suite 120, South Jordan, Utah, as well as via Zoom virtual meeting. The following participated:

BOARD MEMBERS PRESENT

Nick Tatton – Vice Chair
Eric Larsen – Secretary
Allen Johnson - Treasurer
Mark Montgomery
Bruce Rigby

BOARD MEMBERS NOT PRESENT

Joel Eves

OTHERS IN ATTENDANCE

Cameron Cowan	IPA
Blaine Haacke	IPA
Linford Jensen	IPA-Virtual
Vance Huntley	IPA
Cody Combe	IPA
Michelle Miller	IPA
Ryleigh Hair	IPA - Virtual
Marlene Conrad	IPA – Virtual
Lisa Harris	IPA - Virtual
Eric Bawden	Holland & Hart
Mark Buchi	Holland & Hart – Virtual
Scott Hughes	Hurricane - Virtual
Jon Finlinson	IPSC
John Ward	John Ward Inc
Lori Morrish	LADWP - Virtual
Matthias Boone	OLAG
Rob Hughes	Parsons, Behle & Latimer
Isaac Jones	Enterprise - Virtual
Matt Ward	Millard County Chronical - Virtual

INTRODUCTIONS AND ANNOUNCEMENTS

The meeting commenced at 1:00 p.m. conducted by Vice Chair, Nick Tatton. Mr. Tatton welcomed everyone to the meeting and declared a quorum was present to conduct business.

IPA BOARD VICE CHAIR ITEMS

Mr. Tatton said the process to fill the Board vacancy is ongoing.

BOARD COMMITTEE REPORTS

Mr. Larsen said the Project Entity Oversight Committee (PEOC) met on June 6, 2023, at the IPP site. By the end of the month, the IPA Board representative on the Committee needs to submit a letter to the Chairman of the Oversight Committee, Warren Peterson. The letter should outline the IPA Board's concerns and interests related to IPP. The PEOC will compile reports from all committee members and then submit a report to the legislature. Mr. Larsen said Board members should email their concerns to him.

Mr. Tatton welcomed Mr. Alan Johnson to the meeting at 1:12 p.m.

CONSIDERATION AND APPROVAL OF THE MAY 15, 2023, AND JUNE 5, 2023, BOARD OF DIRECTORS MEETING MINUTES

Mr. Tatton asked for a motion to approve the May 15, 2023, and June 5, 2023, Board of Directors meeting minutes.

Mr. Rigby made a motion to approve the May 15, 2023, and June 5, 2023, Board of Directors meeting minutes. Mr. Montgomery seconded the motion. A vote by all Board members participating in the meeting was taken, except Joel Eves who was absent, and the vote was unanimous in the affirmative.

OPERATING AGENT AND PROJECT MANAGER REPORT AND Q&A

Mr. Tatton said Mr. Huynh, Operating Agent, has been excused from today's meeting.

Mr. Tatton asked Ms. Morrish, Project Manager, to give the IPP Renewal Project Update.

Ms. Morrish reported the following related to the IPP Renewal Project: the Mitsubishi Power Train is 66% complete; the TIC Installation and Balance of Plant is 19% complete; the Adelanto Switchyard Expansion is 20% complete; the Intermountain Switchyard Expansion is 44% complete; the Synchronous Condensers are 50% complete with

engineering and procurement; and the Converter Stations are 5% complete with engineering and procurement.

Ms. Morrish updated the Board members via aerial photos through June 30, 2023, of all areas of the Project including Generation Construction Project, the Intermountain Switchyard, the Synchronous Condensers, and the Adelanto Switchyard.

Ms. Morrish asked the Board for questions. There were none.

Mr. Tatton thanked Ms. Morrish for her report.

Report attached below.

IPA MANAGEMENT REPORTS

GENERAL MANAGER REPORT

Mr. Cowan said the IPA financing efforts continue to move forward. IPA is very pleased with the outcome of the current Bond sale. Mr. Cowan said Mr. Huntley will give a more detailed report later in the meeting.

Mr. Cowan introduced IPA's two new employees: Mr. Blaine Haacke and Ms. Caitlyn Cottrell. Mr. Haacke served as Chairman of the IPA Board before taking the IPA Assistant General Manager position. Mr. Haacke's role will be assisting both Mr. Cowan at IPA as well as Mr. Peng on the IPP Renewal side. Ms. Caitlyn Cottrell has been hired as the new Executive Assistant at IPA. Ms. Cottrell's role will be assisting with the CC, RCCC and Board meetings as well as assisting with all Managers at IPA. Mr. Cowan said that IPA is pleased to have both individuals onboard at IPA.

Mr. Cowan reminded the Board the IPA Annual Meeting will be held on December 5, 2023, at Little America in Salt Lake City, UT. Mr. Cowan said the Annual Meeting lunch speaker is still being determined. If anyone has any suggestions, please forward them to Mr. Cowan.

Mr. Cowan invited Mr. Haacke to say a few words. Mr. Haacke explained that he is working closely with Mr. Kevin Peng on the IPP Renewal side. Since working with IPA, Mr. Haacke and Mr. Peng have met with Mitsubishi in Park City, Utah. Mr. Haacke will be working as a liaison with the major renewal contractors including TIC, Black & Veatch, Mitsubishi, etc. Mr. Haacke said he will be attending contractor meetings at IPSC a couple of times a month as well. Mr. Haacke is excited to be working with and assisting Mr. Cowan as IPA's Assistant General Manager. Mr. Haacke thanked everyone for the opportunity.

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Mr. Tatton asked Mr. Haacke to let the Board know how they can best support him in his new role.

Mr. Tatton thanked Mr. Cowan for his report.

ACCOUNTING MANAGER REPORT

Mr. Jensen directed the Board to the draft Financial Report for the period ending March 31, 2023, and compared the balances for March 31, 2023, with those for March 31, 2022.

Mr. Jensen reviewed the IPA A&G and Ongoing Finance Budget for fiscal year ending March 31, 2023. He reported that the credit to participants through March 2023 is just over \$74 million. Fuel expenses are \$14.1 million more than in the previous period. Maintenance and operation costs are \$7.1 million less. Fuel Inventories are \$6.7 million more than in the previous period. The Long-term bonds payable are currently \$886.9 million. The Long-term Drawdown Bonds balance in March was \$150 million but have been paid in full in May 2023 by the SCPPA financing. The Subordinated notes payable have now been paid in full. The average cost of power is 47.6 mills/kWh.

Mr. Jensen said he has been working with Deloitte in updating the IPA Financials so that they can issue a consent letter for the IPA Bond Financing Official Statement.

Mr. Jensen explained to the Board that due to the GASB rules, renewal project interest expenses cannot be capitalized and must be recognized in the period they occurred and expensed that year.

Mr. Jensen asked the Board for questions. There were none.

Mr. Tatton thanked Mr. Jensen for his report.

Report attached below.

TREASURY MANAGER REPORT

Mr. Huntley directed the Board to the Investment Report as of June 30, 2023. The total book value of the portfolio was \$131.7 million. The portfolio performance fiscal year to date is 2.894%. The portfolio structure includes 24% Corporate Notes, 26% US Treasury/Agency, 12% Commercial Paper, and 38% Money Market/Cash. 44% of the investment portfolio matures in less than three months, with 16% in three to six months, 14% in six months to one year, 21% in one to three years, and 5% in three to five years. The weighted average life of the portfolio is 258 days.

Mr. Huntley reviewed the Investment Portfolio - Investments by Fund as of June 30, 2023, including the Revenue Fund and Self Insurance Fund.

Mr. Huntley directed the Board to the Construction Fund Investment Report as of June 30, 2023. The total book value of the portfolio was \$606.8 million. The portfolio performance fiscal year to date is 3.085%. The portfolio structure includes 57% US Treasury/Agency, 19% Corporate Notes, 3% Commercial Paper, and 21% Money Market/Cash. 52% of the investment portfolio matures in less than three months, with 2% in three to six months, 10% in six months to one year, 29% in one to three years, 3% in three to five years, and 4% in beyond five years. The weighted average life of the portfolio is 384 days.

Mr. Huntley reviewed the Investment Portfolio – Construction Fund Investments by Fund as of June 30, 2023, including the Tax- Exempt Construction Fund; Taxable Construction Fund; Debt Service Fund; Debt Service Reserve Fund; Decommissioning Fund; Hydrogen Fund; Hydrogen Reserve Fund; and the STS Construction Fund.

Mr. Huntley updated the Finance Committee on the RBC facility. It was paid in full on June 23, 2023. The total amount of interest paid was \$2.6 million as well as \$213 thousand in the commitment fee. The total amount of interest earned on the facility was \$1.5 million.

Mr. Huntley reviewed with the Board the details of the IPA Bond sale including the Market Update calls; the Denton Texas School Bond impact; the decision to enter the market and open the Order Book; and the different investors that put orders in to purchase the IPA Bonds. In the end, the total subscription was for over \$3 billion in orders. \$2.9 billion tax exempt bonds and \$282 million in taxable bonds.

Mr. Huntley discussed in detail with the Board the Intermountain Power Agency Power Supply Revenue Bonds 2023 Series A & B document showing a total par amount of \$835 million. The bond closing is currently scheduled for August 14 & 15, 2023. This second tranche should take IPA to November 2024. The third tranche will take place at the end of 2024.

Mr. Tatton said it is very obvious how well the IPA Bonds are liked and thanked everyone at IPA and Stifel for the IPA Plan of Finance as well as the execution of the plan.

Mr. Cowan said IPA had the benefit of being a very well-respected name with a strong credit. It gets good attention. There was some competition, but IPA still did well. Mr. Cowan said IPA and Stifel make a very good team.

Mr. Huntley thanked everyone who participated in the Bond sale.

Mr. Larsen said the last two times IPA was in market, the feelings were similar.

Mr. Huntley asked the Board for questions. There were none.

Mr. Tatton thanked Mr. Huntley for his report.

Report attached below.

AUDIT MANAGER REPORT

Mr. Combe directed the Board to the Audit Manager's Report as of July 17, 2023. He reported that three audits have been issued since the last Board meeting including the IPP True-up Adjustment Audit – fiscal year ending June 30, 2020; the IPP True-up Adjustment Audit – fiscal year ending June 30, 2021; and the IPP True-up Adjustment Audit – fiscal year ending June 30, 2022.

Mr. Combe reported that there are two audits in the reporting stage including the IPSC Contracts and Disbursements – November 2017-June 2021; and the Renewal Costs – as of June 2021.

There are currently eight audits in the field work stage including the Operating Agent Billings (LADWP) – fiscal year ending June 30, 2019, and fiscal year ending June 30, 2020; the Operating Agent Billings (LADWP) – fiscal year ending June 30, 2021; the Segregation of Duties Review IPA Office and Bank Access; the Quarterly Investment Review – July 2022-September 2022; the Quarterly Investment Review – October 2022-December 2022; the Quarterly Investment Review – January 2023-March 2023; the Quarterly Investment Review – April 2023-June 2023; and the Annual Financial Statement Audit. Finally, there are currently two audits in the planning stage including Project Manager Costs Audit – June 2016-June 2023; and the Renewal Project Vendor Contract Audit.

Mr. Combe said the IPA Audit Department met with the City of Anaheim and LADWP Audit groups to discuss IPP Joint Audits on May 16, 2023; are meeting with newly hired City of Anaheim auditors to give IPP background on July 19, 2023; and will be attending the IPP Audit Committee meeting on July 20, 2023.

Mr. Jensen said the Legislative Audit is ongoing and the IPA Annual Deloitte Audit will be starting next month.

Mr. Combe asked the Board for questions. There were none.

Mr. Tatton thanked Mr. Combe for his report.

Report attached below.

**RESOLUTION IPA-2023-016 APPROVAL OF THIRD AMENDMENT TO GAS
REPOWERING PLAN OF FINANCE**

Mr. Tatton asked Mr. Cowan to provide a description of Resolution IPA-2023-016. Mr. Cowan provided the description and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-016.

Mr. Johnson made a motion to approve Resolution IPA-2023-016. Mr. Rigby seconded the motion. A vote by all Board members participating in the meeting, except Joel Eves who was absent, was taken and the vote was unanimous in the affirmative.

**INTERMOUNTAIN POWER SERVICE CORPORATION (IPSC)
ENVIRONMENTAL REPORT**

Mr. Tatton asked Mr. Finlinson to give the IPSC Environmental Report update as of July 17, 2023.

Mr. Finlinson reported the following related to Reports and Testing: The annual MATS 30-day mercury testing is underway. It started July 1, 2023. A meeting at IPSC was held to discuss the first two rounds of testing. The annual Relative Accuracy Test Audit (RATA) testing was completed July 10-13, 2023. A Department of Homeland Security audit was completed July 12, 2023. Stantec and Cascade Drill are currently onsite installing four new wells.

In June 2023, to prepare for the upcoming testing, the IPSC Environmental Team ran three sets of mercury traps. The potential average emissions were 52 lbs/year, 37 lbs/year, and 33.6 lbs/year. The MATS LEE limit for Hg is 29 lbs/year for each unit. If at any time the MATS LEE limit for Hg is exceeded, IPP will have six months to install and use continuous emissions monitoring systems to demonstrate compliance instead of the annual stack testing. The IPSC Environmental Team completed the most recent 30-day MATS stack tests for Hg on July 31, 2022. The results showed potential Hg emission rates of about 0.6 pounds per year from U1 and about 3.8 pounds per year from U2.

Mr. Finlinson reported the Division of Waste Management and Radiation Control conducted an audit of IPSC's x-ray device. The audit went well. The only note the state had was for IPSC to update the Notice to Employees with a newer version. The new notice was posted yesterday.

Mr. Finlinson reported the IPSC Environmental Team has completed the semi-annual CCR and Discharge Permit groundwater sampling.

Mr. Finlinson reported the following related to the MATS Amendment: The EPA's proposed amendment to the National Emission Standards for Hazardous Air Pollutants (NESHAP) for Coal- and Oil-Fired Electric Utility Steam Generation Units (EGU) commonly known as the Mercury and Air Toxics Standards (MATS) was published in the Federal Register April 24, 2023. The EPA is soliciting comments on whether 3 years is an appropriate amount of time for EGUs to upgrade or replace monitoring systems, and whether quarterly stack testing should continue to apply for EGUs that have a binding commitment to permanently cease operations in the near term. Additionally, the EPA proposes to remove PM and the total and individual non-Hg HAP metals from the LEE program no later than 3 years after the promulgation date to align with the proposed compliance method of PM CEMS. Comments on the proposed standards were due on June 23, 2023. IPA and IPSC submitted a comment letter.

Mr. Finlinson reported the following related to the New Evaporation Ponds: Mr. Woody Campbell from Water Quality came onsite for the liner pre-construction meeting. Mr. Bret Dixon from Dam Safety will be here this week to check foundation stability.

Mr. Finlinson reported the following related to the Evaporation Pond 2: H2J completed repairs on evaporation ponds 2 and 3 last week. They noticed several additional holes in the liner on Evaporation Pond 2 below the water level. The IPSC Environmental team is working with IPSC Maintenance to lower the pond level.

Mr. Finlinson reported the following related to the Kit Fox: With the permission of the Utah Division of Wildlife Resources, the IPSC Environmental team trapped and relocated six kit foxes from the west side of the evaporation ponds. The foxes are listed as a sensitive species in Utah.

Mr. Finlinson said the Sevier Bridge Reservoir is about 32% full (72,587 acre-feet). Last week, the website showed the reservoir 35% full (78,236). There is about 41 cfs coming into Sevier Bridge Reservoir and 498 cfs being released.

Mr. Finlinson said the dam construction project is going well.

Mr. Tatton thanked Mr. Finlinson for his report.

Report attached below.

Mr. Tatton said the open meeting will now be temporarily adjourned for the Board to enter into a closed meeting. The meeting will resume at approximately 3:00 p.m. or sooner if the closed meeting is finished. The members of the public in attendance at the public meeting are welcome to rejoin following the closed meeting.

POTENTIAL CONSIDERATION OF CLOSED MEETING

Mr. Tatton asked for a motion to move into a Closed Meeting to discuss the character and/or professional competence of one or more individuals identified on the July 17, 2023, agenda. This meeting will be held in this on July 17, 2023, at 2:25 p.m. at the Intermountain Power Agency Offices in South Jordan, Utah.

Mr. Johnson made a motion to move into a Closed Meeting. Mr. Larsen seconded the motion. A vote by all Board members participating in the meeting was taken, except for Joel Eves who was absent, and the vote was unanimous in the affirmative. The meeting moved into a Closed Meeting at 2:28 p.m.

BOARD MEMBERS PRESENT AND VOTED IN FAVOR OF THE CLOSED MEETING:

**Nick Tatton – Vice-Chair
Eric Larsen – Secretary
Allen Johnson - Treasurer
Mark Montgomery
Bruce Rigby**

BOARD MEMBERS NOT PRESENT:

Joel Eves

OTHERS IN ATTENDANCE AT THE CLOSED MEETING:

Eric Bawden	Holland & Hart
Mark Buchi	Holland & Hart - Virtual

Mr. Tatton asked for a motion to adjourn the Closed Meeting.

Mr. Montgomery made a motion to adjourn. Mr. Rigby seconded the motion. A vote by all Board members participating in the meeting, except for Joel Eves who was absent, was taken and the vote was unanimous in the affirmative. The meeting adjourned at 3:05 p.m.

Mr. Tatton said the Open Meeting will reconvene at 3:09 p.m. to address the IPA Business and complete the remaining Board agenda items.

POTENTIAL DISCUSSION OF BOARD VACANCY AND POTENTIAL ELECTION TO FILL BOARD VACANCY ON INTERIM BASIS

Mr. Montgomery made a motion to strike the potential discussion of Board vacancy and potential election to fill Board vacancy on interim basis from the agenda and defer it to a later date. Mr. Rigby seconded the motion. A vote by all Board members participating in the meeting, except Joel Eves who was absent, was taken and the vote was unanimous in the affirmative.

ADJOURN

Mr. Tatton thanked everyone for their comments and asked for a motion to adjourn.

Mr. Larsen made a motion to adjourn. Mr. Montgomery seconded the motion. A vote by all Board members participating in the meeting, except Joel Eves who was absent, was taken and the vote was unanimous in the affirmative. The meeting was adjourned at 3:11 p.m.

TIME AND PLACE OF NEXT MEETING

Tuesday, August 8, 2023, 1:00 p.m., at the Sheraton Hotel located on 1895 Sidewinder Drive, Park City, UT.

Minutes taken by Michelle Miller.

IPP *Renewed*➔

IPA Board Meeting

IPP Renewal Project Update

July 17, 2023

IPP *Renewed*➔

Current Status

Mitsubishi Power Train

- 66% complete overall

TIC Installation and Balance of Plant

- 19% complete overall

Adelanto Switchyard Expansion

- 20% complete overall

Intermountain Switchyard Expansion

- 44% complete overall

Synchronous Condensers

- 50% complete with engineering and procurement

Converter Stations

- 5% complete with engineering and procurement



IPP *Renewed*➔

6/23/2022



IPP Renewed➔

8/10/2022

10:00 AM



12:30 PM



IPP *Renewed*➔

8/31/2022



IPP *Renewed*➔

9/30/2022



IPP Renewed➔

10/31/2022



IPP Renewed➔

11/30/2022



IPP Renewed➔

12/29/2022



IPP Renewed➔

1/14/2023



IPP Renewed➔

1/22/2023



IPP Renewed➔

2/21/2023



IPP Renewed➔

3/31/2023



IPP Renewed➔

4/30/2023



IPP Renewed➔

5/31/2023



IPP Renewed➔

6/30/2023



IPP Renewed➔

U3 HRSG



IPP Renewed➔

U4 HRSG



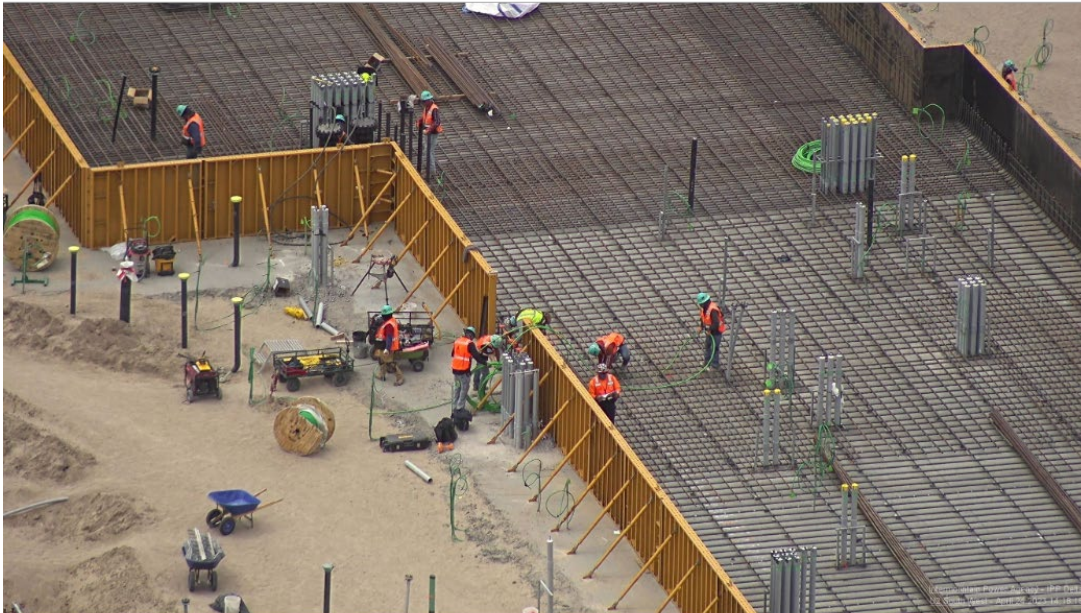
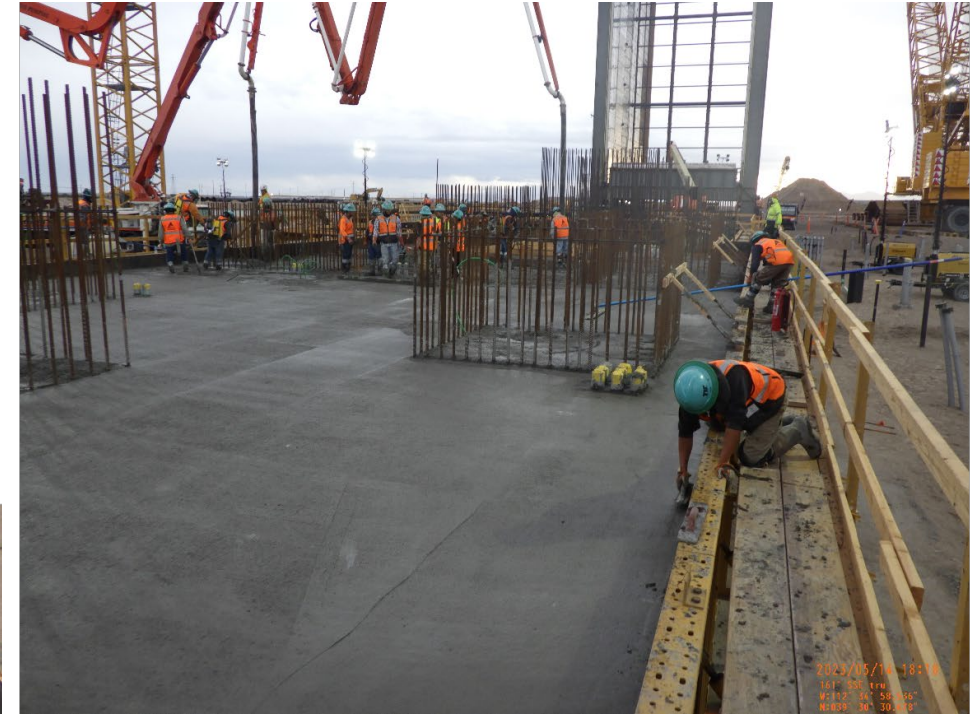
IPP Renewed➔

Service Water Tanks



IPP Renewed➔

Unit 3



IPP Renewed➔

Unit 3



IPP *Renewed*➔

Unit 3 – CT and ST Deliveries



IPP *Renewed* ➔

Unit 3 – CT and ST Deliveries



IPP Renewed➔



www.ipautah.com



Financial Report

(In Thousands of Dollars, Unaudited)

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STATEMENTS OF NET POSITION

March 31,	2023	2022
ASSETS		
Utility Plant:		
Electric plant in service	\$ 3,678,742	\$ 3,265,406
Less accumulated depreciation	(2,687,323)	(2,574,978)
Total	991,419	690,428
Restricted Assets:		
Cash and cash equivalents	118,442	6,944
Investments	599,625	46,624
Interest receivable	1,576	81
Total	719,643	53,649
Other Non-Current Assets		
Prepaid personnel services contract costs	34,416	30,007
Other	3,886	2,579
Total	38,302	32,586
Total Non-Current Assets	1,749,364	776,663
Current Assets:		
Cash and cash equivalents	44,074	21,718
Investments	38,011	136,178
Interest receivable	324	1,435
Receivable from participants		
Fuel inventories	45,938	39,176
Materials and supplies	19,081	22,611
Other	10,039	3,549
Total Current Assets	157,467	224,667
Total Assets	1,906,831	1,001,330
DEFERRED OUTFLOWS OF RESOURCES		
Unamortized refunding charge	664	3,907
Unamortized asset retirement costs	92,284	104,159
Other	1,412	1,678
Total Deferred Outflows of Resources	94,360	109,744
Total Assets and deferred outflows of resources	\$ 2,001,191	\$ 1,111,074
LIABILITIES		
Long-term bonds payable, net	\$ 886,920	\$ -
Subordinated notes payable, net		24,323
Long-term Drawdown Bonds	150,000	100,000
Advances from SCPPA	10,930	10,930
Other Non-Current Liabilities:		
Asset retirement obligations	298,107	273,242
Other	1,680	1,854
Total	299,787	275,096
Current Liabilities:		
Current maturities of subordinated notes payable	25,313	73,410
Interest payable	9,623	
Accrued credit to participants	74,415	61,855
Accounts payable and accrued liabilities	35,654	27,979
Total	145,005	163,244
Total Liabilities	1,492,642	573,593
DEFERRED INFLOWS OF RESOURCES		
Net costs billed to participants not yet expensed	333,689	443,550
Prefunding of decommissioning and hydrogen betterments	170,667	90,250
Other	4,193	3,681
Total Deferred Inflows of Resources	508,549	537,481
Total Liabilities and deferred inflows of resources	\$ 2,001,191	\$ 1,111,074

STATEMENTS OF REVENUES AND EXPENSES

For the 9 Months Ended

March 31,	2023	2022
Operating Revenues:		
Power sales to participants	\$ 331,537	\$ 296,639
Less credit to participants	(74,557)	(56,119)
Total revenues	256,980	240,520
Operating Expenses (Income):		
Fuel	130,620	116,444
Operation	45,344	44,716
Maintenance	32,142	39,906
Depreciation and amortization	114,965	108,471
Taxes and payments in lieu of taxes	7,487	10,739
Total expenses	330,558	320,276
Operating Income (Loss)	(73,578)	(79,756)
Nonoperating Income	562	570
Interest Charges (Benefit):		
Interest on bonds, subordinated notes and other debt	24,825	(11,869)
Financing expenses (principally amortization of bond and subordinated note discount, and refunding charge on defeasance of debt)	3,990	5,194
Charge on retirement of debt		814
Loss (Earnings) on investments	(14,921)	2,181
Net interest charges	13,894	(3,680)
NET COSTS BILLED TO (RECOVERED FROM PARTICIPANTS NOT YET EXPENSED)	(86,910)	(75,506)
CHANGE IN NET POSITION	\$ -	\$ -

DRAFT**STATEMENTS OF CASH FLOWS***For the 9 Months Ended*

<i>March 31,</i>	2023	2022		2023	2022
Cash Flows from Operating Activities:			Reconciliation of Operating Income to Net Cash Provided by Operating Activities:		
Cash received from billings to participants	\$ 326,566	\$ 349,428	Operating income (loss)	\$ (73,578)	\$ (79,756)
Other cash receipts	562	570	Other nonoperating income (loss)	562	570
Cash paid to suppliers	(221,890)	(229,145)	Depreciation	114,965	108,471
Net cash provided by operating activities	105,238	120,853	Financing costs net of amortization of bond and subordinated note discount and refunding charge on defeasance of debt	(1,263)	(569)
Cash Flows from Capital and Related Financing Activities:			Changes in operating assets and liabilities:		
Proceeds from issuance of long-term debt	121,000	58,500	Receivable from participants		7,752
Defeasance and retirement of bonds		(40,941)	Fuel inventories	14,653	4,322
Debt issuance costs	(96)	(59)	Materials and supplies	(407)	(340)
Principal paid on long-term debt	(56,645)	(102,236)	Other current assets	(6,806)	3,139
Interest paid on long-term debt and commercial paper	(10,672)	8,715	Prepaid/accrued personnel services contract costs		
Additions to electric plant in service	(382,994)	(89,167)	Other liabilities		
Net cash used in capital and related financing activities	(329,407)	(165,188)	Accounts payable and accrued liabilities	(12,474)	(23,892)
Cash Flows from Investing Activities:			Accrued credit to participants	16,919	10,906
Purchases of investments	(164,032)	(128,585)	Other assets		
Proceeds from sales/maturities of investments	328,599	115,364	Deferred outflows of resources		
Interest on investments	8,114	690	Deferred inflows of resources	52,667	90,250
Net cash provided by (used in) investing activities	172,681	(12,531)	NET CASH PROVIDED BY OPERATING ACTIVITIES	\$ 105,238	\$ 120,853
Net Decrease in Cash and Cash Equivalents	(51,488)	(56,866)			
Beginning Balance	214,004	85,528			
ENDING BALANCE	\$ 162,516	\$ 28,662			

Selected Operating Results

For the 9 Months Ended March 31, 2023

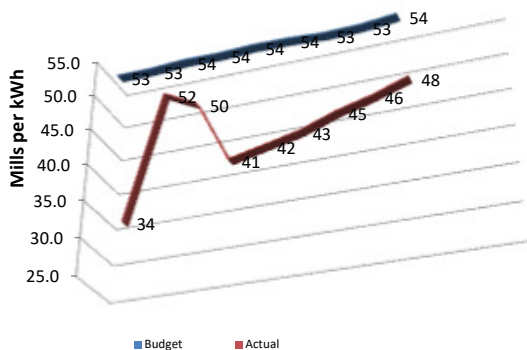
Planned Net Generation	6,784,900
Actual Net Generation	5,396,857
Cumulative Availability	96.15%
Cumulative Net Output Factor	47.42%
Cumulative Net Capacity Factor	45.59%
Cumulative Net Heat Rate (btu/kwh)	9,930
Coal Usage (tons)	2,358,429

Average Purchaser Cost (Mills per kWh)

For the 9 Months Ended March 31, 2023

Generation	45.9
Transmission	1.7
Total	47.6

Budget verses Actual



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Board of Directors

Eric D. Larsen	Allen R. Johnson
Nicholas P. Tatton	Joel Eves
Bruce B. Rigby	
Mark D. Montgomery	

Management

Cameron R. Cowan - General Manager
Linford E. Jensen - Accounting Manager
Vance K. Huntley - Treasury Manager
Cody R. Combe - Audit Manager

Intermountain Power Agency
Investment Report
June 30, 2023

	Revenue	Self-Insurance	Total
<u>Portfolio Valuation</u>			
Book Value	127,142,472	4,577,766	131,720,238
Market Value	125,798,409	4,108,050	129,906,459
<u>Portfolio Performance</u>			
<i>Total Rate of Return</i>			
3 Month	4.198%	0.987%	4.074%
Fiscal Year-to-Date	2.975%	0.989%	2.894%
<i>Yield to Maturity/Call</i>	3.779%	0.986%	3.675%
<u>Portfolio Structure and Composition</u>			
<i>Investments by Market</i>			
US Treasuries/Agencies	22.91%	98.30%	25.53%
Corporate Notes	25.15%	0.00%	24.27%
Commercial Paper	12.21%	0.00%	11.79%
Overnight/Cash	39.74%	1.70%	38.42%
	<u>100.00%</u>	<u>100.00%</u>	<u>100.00%</u>
<i>Investments by Maturity</i>			
< 3 Months	45.38%	1.70%	43.90%
3 - 6 Months	16.56%	0.00%	16.00%
6 Months - 1 Year	14.23%	0.00%	13.75%
1 Year - 3 Years	18.45%	98.30%	21.16%
3 Years - 5 Years	5.38%	0.00%	5.20%
> 5 Years	0.00%	0.00%	0.00%
	<u>100.00%</u>	<u>100.00%</u>	<u>100.00%</u>
Portfolio Weighted Average Life (in days)	237	850	258

Intermountain Power Agency
Construction Fund Investment Report
June 30, 2023

	Tax-Exempt Const Fund	Taxable Const Fund	Debt Service	Debt Service Reserve	Decom Fund	Hydrogen Constuction Fund	Hydrogen Reserve	STS	Total
<u>Portfolio Valuation</u>									
Book Value	217,556,524	9,841,339	100,068,921	64,221,239	82,558,077	68,421,290	30,289,729	33,880,737	606,837,857
Market Value	217,301,044	9,821,282	99,284,728	61,617,799	80,114,287	67,769,287	30,122,387	33,880,737	599,911,551
<u>Portfolio Performance</u>									
<i>Total Rate of Return</i>									
Fiscal Year-to-Date	3.320%	3.316%	1.472%	3.036%	2.645%	3.577%	4.558%	4.511%	3.085%
<i>Yield to Maturity/Call</i>	4.715%	4.747%	4.168%	3.502%	2.996%	4.367%	4.848%	4.965%	4.244%
<u>Portfolio Structure and Composition</u>									
<i>Investments by Market</i>									
US Treasuries/Agencies	58.61%	74.41%	59.72%	67.74%	64.05%	39.36%	83.04%	0.00%	56.53%
Corporate Notes	2.06%	5.29%	17.79%	31.89%	35.84%	50.31%	16.55%	0.00%	18.51%
Commercial Paper	9.11%	0.00%	0.00%	0.00%	0.00%	2.85%	0.00%	0.00%	3.59%
Overnight/Cash	30.22%	20.30%	22.49%	0.37%	0.11%	7.47%	0.40%	100.00%	21.37%
	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
<i>Investments by Maturity</i>									
< 3 Months	100.00%	100.00%	30.06%	6.55%	0.08%	14.68%	0.40%	100.00%	51.67%
3 - 6 Months	0.00%	0.00%	0.00%	0.00%	5.45%	13.33%	0.00%	0.00%	2.16%
6 Months - 1 Year	0.00%	0.00%	24.39%	1.72%	10.95%	39.54%	8.33%	0.00%	10.23%
1 Year - 3 Years	0.00%	0.00%	45.55%	25.58%	83.52%	32.45%	91.27%	0.00%	29.09%
3 Years - 5 Years	0.00%	0.00%	0.00%	24.68%	0.00%	0.00%	0.00%	0.00%	2.56%
> 5 Years	0.00%	0.00%	0.00%	41.47%	0.00%	0.00%	0.00%	0.00%	4.30%
	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
Portfolio Avg Life (in days)	37	37	426	1,445	586	309	658	1	384

Intermountain Power Agency Power Supply Revenue Bonds 2023 SERIES A (Tax-Exempt) & B (Federally Taxable)



July 11, 2023

Sources and Uses

ESTIMATED SUMMARY OF FINANCING RESULTS

Delivery Date: 8/15/2023
Final Maturity: 7/1/2045

Sources

Par Amount: \$835,045,000
Premium: \$88,421,649
Total \$923,466,649

Uses

Deposit to Const. Fund: \$772,401,876
Capitalized Interest: \$79,664,248
DSRF Deposit*: \$67,642,025
Costs of Issuance*: \$3,758,500

Total \$923,466,649

Bond Statistics

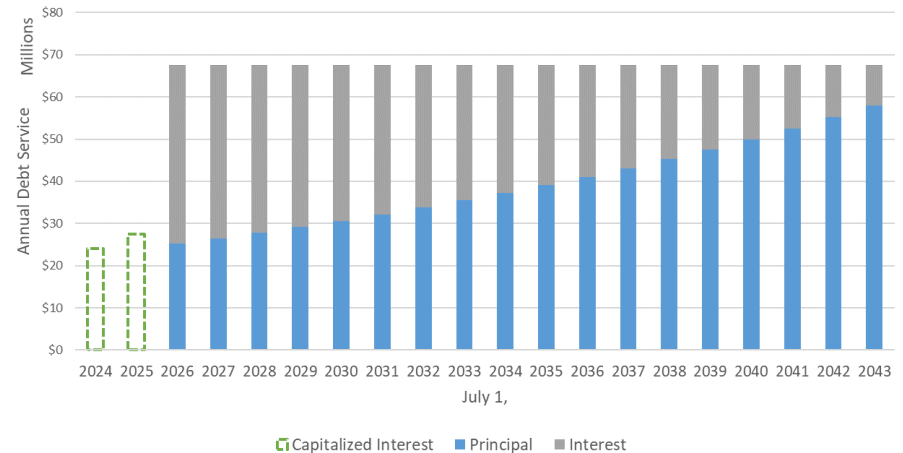
True Interest Cost (TIC): 4.091%
Average Life: 13.984 Years
Avg Annual D/S (1): \$67,627,454
Total Net Debt Service: \$1,211,606,552

*Estimated

(1) Includes estimated earnings on the debt service reserve fund at 3.25%.

Note: Final interest rates as of 7/11/2023.

Debt Service



Financing Notes

- Bond interest capitalized through 7/1/2025
- Fully funded debt service reserve fund (maximum annual debt service)
- Each maturity will have a taxable component representing 7.1% of proceeds

Intermountain Power Agency Power Supply Revenue Bonds 2023 SERIES A&B



July 11, 2023

Annual Debt Service*

Series A - Tax-Exempt

Maturity	Principal	Coupon	Yield	Interest	Capitalized Interest	Total
7/1/2024	-			34,060,126	(34,060,126)	-
7/1/2025	-			38,802,675	(38,802,675)	-
7/1/2026	23,205,000	5.000%	2.980%	38,802,675		62,007,675
7/1/2027	24,365,000	5.000%	2.930%	37,642,425		62,007,425
7/1/2028	25,580,000	5.000%	2.870%	36,424,175		62,004,175
7/1/2029	26,860,000	5.000%	2.920%	35,145,175		62,005,175
7/1/2030	28,205,000	5.000%	2.940%	33,802,175		62,007,175
7/1/2031	29,615,000	5.000%	2.960%	32,391,925		62,006,925
7/1/2032	31,095,000	5.000%	2.970%	30,911,175		62,006,175
7/1/2033	32,650,000	5.000%	2.990%	29,356,425		62,006,425
7/1/2034	34,280,000	5.000%	3.060%	27,723,925		62,003,925
7/1/2035	35,995,000	5.000%	3.140%	26,009,925		62,004,925
7/1/2036	37,795,000	5.000%	3.230%	24,210,175		62,005,175
7/1/2037	39,685,000	5.000%	3.330%	22,320,425		62,005,425
7/1/2038	41,670,000	5.000%	3.450%	20,336,175		62,006,175
7/1/2039	43,755,000	5.000%	3.600%	18,252,675		62,007,675
7/1/2040	45,940,000	5.000%	3.680%	16,064,925		62,004,925
7/1/2041	48,235,000	5.000%	3.720%	13,767,925		62,002,925
7/1/2042	50,650,000	5.000%	3.760%	11,356,175		62,006,175
7/1/2043	53,180,000	5.250%	3.750%	8,823,675		62,003,675
7/1/2044	55,975,000	5.250%	3.800%	6,031,725		62,006,725
7/1/2045	58,915,000	5.250%	3.850%	3,093,038		62,008,038
Total	767,650,000			545,329,713	(72,862,801)	1,240,116,913

Series B - Federally Taxable

Maturity	Principal	Coupon	Yield	Interest	Capitalized Interest	Total
7/1/2024	-			3,179,374	(3,179,374)	-
7/1/2025	-			3,622,072	(3,622,072)	-
7/1/2026	2,010,000	5.009%	5.009%	3,622,072		5,632,072
7/1/2027	2,110,000	4.987%	4.987%	3,521,391		5,631,391
7/1/2028	2,215,000	4.967%	4.967%	3,416,166		5,631,166
7/1/2029	2,325,000	5.002%	5.002%	3,306,147		5,631,147
7/1/2030	2,445,000	5.072%	5.072%	3,189,850		5,634,850
7/1/2031	2,565,000	4.978%	4.978%	3,065,840		5,630,840
7/1/2032	2,695,000	5.008%	5.008%	2,938,154		5,633,154
7/1/2033	2,830,000	5.028%	5.028%	2,803,188		5,633,188
7/1/2034	2,970,000	5.128%	5.128%	2,660,896		5,630,896
7/1/2035	3,120,000	5.228%	5.228%	2,508,594		5,628,594
7/1/2036	3,285,000	5.328%	5.328%	2,345,481		5,630,481
7/1/2037	3,460,000	5.428%	5.428%	2,170,456		5,630,456
7/1/2038	3,650,000	5.478%	5.478%	1,982,647		5,632,647
7/1/2039	3,845,000	5.621%	5.621% T	1,782,700		5,627,700
7/1/2040	4,055,000	5.621%	5.621% T	1,566,573		5,621,573
7/1/2041	4,275,000	5.621%	5.621% T	1,338,641		5,613,641
7/1/2042	4,505,000	5.621%	5.621% T	1,098,343		5,603,343
7/1/2043	4,750,000	5.621%	5.621% T	845,117		5,595,117
7/1/2044	5,005,000	5.621%	5.621% T	578,120		5,583,120
7/1/2045	5,280,000	5.621%	5.621% T	296,789		5,576,789
Total	67,395,000			51,838,612	(6,801,447)	112,432,165

T = 2045 Term

*Does not include estimated interest earnings on the capitalized interest fund.
Note: Final interest rates as of 7/11/2023.

STIFEL

INTERMOUNTAIN POWER AGENCY BOARD OF DIRECTORS' MEETING

July 17, 2023

AUDIT MANAGER'S REPORT

I. Audit Reports Issued Since Last Board Meeting

- IPP True-up Adjustment Audit – fiscal year ending June 30, 2020
- IPP True-up Adjustment Audit – fiscal year ending June 30, 2021
- IPP True-up Adjustment Audit – fiscal year ending June 30, 2022

II. Audits in Progress

Reporting:

- IPSC Disbursements and Contracts – November 2017 – June 2021
- Renewal Costs Audit – June 2016 – June 2021

Field Work:

- Operating Agent Billings (LADWP) – fiscal year ending June 30, 2019 and fiscal year ending June 30, 2020
- Operating Agent Billings (LADWP) – fiscal year ending June 30, 2021
- Segregation of Duties Review IPA Office and Bank Access
- Quarterly Investment Review – July 2022 – September 2022
- Quarterly Investment Review – October 2022 – December 2022
- Quarterly Investment Review – January 2023 – March 2023
- Quarterly Investment Review – April 2023 – June 2023
- Annual Financial Statement Audit (Deloitte)

Planning:

- Project Manager Costs Audit – June 2016 – June 2023

- Renewal Project Vendor Contract Audit

III. Other

- Met with the City of Anaheim and LADWP Audit groups to discuss IPP Joint Audits (May 16, 2023)
- Meeting with newly hired City of Anaheim auditors to give IPP background July 19, 2023
- IPP Audit Committee meeting July 20, 2023

IPA Board Meeting Environmental Update July 17, 2023

Reports and Testing

The annual MATS 30-day mercury testing is underway, started July 1. A meeting was held to discuss the first two rounds of testing. Questions on mercury results. The annual RATA testing was completed July 10-July 13. A Department of Homeland Security audit was completed July 12. Updated chemical of interest. Discussed population onsite. Stantec and Cascade Drill are onsite installing four new wells.

Mercury Testing – June 2023

To prepare for the upcoming testing, Environmental ran three sets of mercury traps. The potential average emissions were 52 lbs/year, 37 lbs/year, and 33.6 lbs/year. The MATS LEE limit for Hg is 29 lbs/year for each unit. If at any time the MATS LEE limit for Hg is exceeded, IPP will have six months to install and use continuous emissions monitoring systems to demonstrate compliance instead of the annual stack testing. IPSC completed the most recent 30-day MATS stack tests for Hg on July 31, 2022. The results showed potential Hg emission rates of about 0.6 pounds per year from U1 and about 3.8 pounds per year from U2.

X-Ray PMI Gun

The Division of Waste Management and Radiation Control conducted an audit of IPSC's x-ray device. The audit went well. The only note the state had was for IPSC to update the Notice to Employees with a newer version. The new notice was posted yesterday.

MATS Amendment Comment Letter

EPA's proposed amendment to the MATS was published in the Federal Register April 24. The EPA was soliciting comment on whether 3 years is an appropriate amount of time for EGUs to upgrade or replace monitoring systems, and whether quarterly stack testing should continue to apply for EGUs that have a binding commitment to permanently cease operations in the near term. The EPA also proposed to remove fPM and the total and individual non-Hg HAP metals from the LEE program no later than 3 years after the promulgation date to align with the proposed CEMS compliance method. IPA/IPSC submitted a comment letter on June 23.

Groundwater Sampling: Environmental completed the semi-annual groundwater sampling.

New Evaporation Ponds: Woody Campbell from Water Quality came onsite for the liner pre-construction meeting. Bret Dixon from Dam Safety will be here this week to check foundation stability.

Evaporation Pond 2

H2J completed repairs on evap ponds 2 and 3 last week. They noticed several additional holes in the liner on Evap Pond 2 below the water level. Environmental is working with Maintenance to lower the pond level.

Kit Fox

With the permission of the Utah Division of Wildlife Resources, Environmental trapped and relocated six kit foxes from the west side of the evaporation ponds. The foxes are listed as a sensitive species in Utah.

Water

The gauge at Sevier Bridge Reservoir is reading about 32% full (72,587 acre-feet) today. Last week, the website showed the reservoir 35% full (78,236). There is about 41 cfs coming into Sevier Bridge Reservoir and 498 cfs being released. There is about 110 cfs going into Piute Reservoir.

The construction project is going well on the dam.