

**INTERMOUNTAIN POWER AGENCY
BOARD OF DIRECTORS MEETING
NOVEMBER 7, 2023**

MINUTES

A meeting of the Intermountain Power Agency (IPA) Board of Directors was held on November 7, 2023, at the Los Angeles Marriott Burbank Airport Hotel, located at 2500 N Hollywood Way, Burbank, CA 91505, 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
Joel Eves
Bruce Rigby
Jason Norlen - Virtual

BOARD MEMBERS NOT PRESENT

None

OTHERS IN ATTENDANCE

Cameron Cowan	IPA
Blaine Haacke	IPA
Linford Jensen	IPA
Vance Huntley	IPA
Cody Combe	IPA
Michelle Miller	IPA
Ryleigh Hair	IPA – Virtual
Caitlyn Cottrell	IPA - Virtual
Saif Mogri	IPA Consultant
Eric Bawden	Holland & Hart
Mark Buchi	Holland & Hart – Virtual
Mark Shipley	IPSC
Lori Morrish	LADWP
Greg Huynh	LADWP
Annie Huynh	LADWP
John Aguilar	LADWP
Peter Mann	Deloitte – Virtual
John Ward	John Ward Inc. - Virtual
Matt Ward	Millard County Chronical - Virtual

Rob Hughes

Parsons, Behle & Latimer

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 he does not have anything additional to report other than what is listed on the agenda.

IPA BOARD COMMITTEE BUSINESS REPORT

AUDIT COMMITTEE - CONSIDERATION AND ACCEPTANCE OF THE DELOITTE & TOUCHE INDEPENDENT AUDITOR REPORT

Mr. Johnson explained that the Audit Committee met with Deloitte & Touche. During the meeting IPA's financial statements as of June 30, 2023, and for the year then ended were presented and discussed and answers to clarifying questions were provided. The Auditor's Opinion is a clean and unqualified report dated September 28, 2023. The committee conducted a thorough review of the audit and recommended that the audit be accepted.

Mr. Jensen said the IPA Annual Audit went well and the Deloitte staff were great to work with.

Mr. Mann agreed with Mr. Jensen and Mr. Johnson. Mr. Mann said that he will need to disassociate himself from this audit engagement for the next few years due to policy. Mr. Steve Watson from Deloitte will be replacing Mr. Mann.

Mr. Tatton thanked Mr. Mann for his time and efforts with IPA. Mr. Johnson echoes Mr. Tatton's comments.

Mr. Tatton asked for a motion to accept the Deloitte & Touche Independent Auditors' Report.

Mr. Rigby made a motion to accept the Deloitte & Touche Independent Auditors' Report. Mr. Montgomery seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

CONSIDERATION OF APPROVAL OF IPA BOARD COMMITTEE AND COMMUNITY ASSIGNMENTS

Mr. Tatton said the IPA Board Committee Assignments will be as follows until further notice:

Executive Committee – Nick Tatton (Chair), Eric Larsen, Allen Johnsen
Audit Committee – Allen Johnson (Chair), Joel Eves, Mark Montgomery
Compensation Committee – Eric Larsen (Chair), Bruce Rigby, Nick Tatton
Governance Committee – Joel Eves (Chair), Mark Montgomery, Bruce Rigby
IPSC Board – Eric Larsen, Bruce Rigby, Mark Montgomery (Alternate), Joel Eves (Alternate)

Mr. Tatton said the IPA Board City Assignments will be as follows until further notice:

Nick Tatton – Price, Ephraim, and Fairview
Eric Larsen – Fillmore, Meadow, Holden and Kanosh
Allen Johnson – Bountiful, Morgan and Murray
Joel Eves – Lehi, Mt. Pleasant, Spring City and Beaver
Mark Montgomery – Logan, Hyrum, and Monroe
Bruce Rigby – Kaysville, Parowan and Oak City
Jason Norlen – Heber, Hurricane and Enterprise

Mr. Tatton asked for a motion to accept the IPA Board Committee and City Assignments until further notice.

Mr. Johnson made a motion to accept the IPA Board Committee and City Assignments until further notice. Mr. Montgomery seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

All Board members are members of the Finance Committee with Nick Tatton as the Chair, pursuant to contracts.

OPERATING AGENT AND PROJECT MANAGER Q&A

Mr. Tatton asked the Board if they had any questions for Mr. Huynh, Operating Agent, and Ms. Morrish, Project Manager. There were no questions.

Mr. Johnson thanked both Ms. Morrish and Mr. Huynh for all their efforts.

RESOLUTION IPA-2023-024 CONSIDERATION OF AUTHORIZATION TO EXECUTE ONE OR MORE IMPACT ALLEVIATION AGREEMENTS

Mr. Tatton asked Ms. Morrish to provide a description of Resolution IPA-2023-024. Ms. Morrish provided the description and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-024.

Mr. Johnson made a motion to approve Resolution IPA-2023-024. Mr. Larsen seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

RESOLUTION IPA-2023-025 CONSIDERATION OF APPROVAL OF INCREASE IN EXPENDITURE AUTHORITY UNDER AGREEMENT NO. 630

Mr. Tatton asked Mr. Huynh to provide a description of Resolution IPA-2023-025. Mr. Huynh provided the description and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-025.

Mr. Rigby made a motion to approve Resolution IPA-2023-025. Mr. Eves seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

RESOLUTION IPA-2023-026 CONSIDERATION OF AUTHORIZATION TO EXECUTE SVC DECOMMISSIONING AGREEMENT

Mr. Tatton asked Ms. Morrish to provide a description of Resolution IPA-2023-026. Ms. Morrish provided the description and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-026.

Mr. Montgomery made a motion to approve Resolution IPA-2023-026. Mr. Johnson seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

Mr. Eves said just for clarification, this action does not in any way decommission or jeopardize the IPP site in Delta, Utah. Ms. Morrish said this Resolution affects the switchyard at Adelanto only.

RESOLUTION IPA-2023-027 CONSIDERATION OF AUTHORIZATION TO EXECUTE PROFESSIONAL SERVICES AGREEMENT NO. R24-002-P AND AMEND PROFESSIONAL SERVICES AGREEMENT NOS. R24-002-H AND R24-002-O (STRATEGIC CONSULTING SERVICES SVC DECOMMISSIONING AGREEMENT

Mr. Tatton asked Ms. Morrish to provide a description of Resolution IPA-2023-027. Ms. Morrish provided the description and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-027.

Mr. Larsen made a motion to approve Resolution IPA-2023-027. Mr. Rigby seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

ENGINEERING REPORT

Mr. Mogri, IPA's Engineering Consultant, provided a detailed report on the IPP Interconnection Requests as of November 2023 including Q44, Q49, Q50, Q51, Q52, Q53, Q64, Fervo Geothermal Project, Q77, Q83, Q85, Q86, Q90, Q93, Q94, and Q99. There are five executed GIA's including Q44, Q49, Q50, Q51, and Q52. Mr. Mogri reviewed in detail the Q44 POCO Map and the IPP Switchyard Bays.

Mr. Mogri said the Transwest Project will have a Wyoming terminal that will be interconnected with an existing 230 kV transmission line operated by PacifiCorp, the planned PacifiCorp 500 kV Gateway West, the planned PacifiCorp 500 kV Gateway South line and the planned Power Company of Wyoming 3,000 MW Chokecherry Sierra Madre Wind Energy Project. Mr. Mogri reviewed the maps of the Transwest Project including the one-line diagram. Mr. Mogri explained to the Board the workings of the Transwest Express Transmission Interconnection – HVDC line and the Crystal Line AC Segment.

Mr. Mogri said Interconnection Studies can focus on the following: System Impact Studies, Facility Studies, and Harmonic Studies. Just because a study is done, that does not give the Interconnection Customer the right to schedule energy through IPP.

Mr. Mogri said the U.S. Department of Energy announced Monday that it has made a commitment to build a 500-kilovolt transmission line connecting Utah and Nevada, allowing for more power to flow to and from Utah. The possible benefits to Utah include Commercial and Business Activity in and around Delta, Utah; Greater Resource Availability; Improved Connectivity and Reliability of Transmission System; Availability of Cheap Renewable Power, both Solar and Wind; and Availability of Surplus Solar Energy from California and Nevada.

Mr. Tatton asked Mr. Mogri for clarification on the IPP Switchyard Bays at the Converter Station. Mr. Mogri explained the process. Mr. Montgomery asked about the criteria to select a company for interconnection. Mr. Mogri said his focus is on the technical side and asked Mr. Aguilar to weigh in. Mr. Aguilar said it is our responsibility to provide the opportunity to connect. The selection is based on application date. There is no favoritism

Page 6 of 9

in the process. The Operating Agent is using many resources including consultants to process the Interconnection Request Queue.

Mr. Eves asked if the total MW interconnection request is known. Mr. Mogri said it is around 4000 MW. Mr. Eves had a discussion with Mr. Mogri on the MW's as well as asking Mr. Aguilar if there was an influx of requests once Rocky Mountain Power dropped their solar RFP in May. Mr. Aguilar said that after May, there were more requests in the queue. Mr. Eves asked Mr. Aguilar about who and where the energy goes. Mr. Aguilar told Mr. Eves that the Operating Agent is not allowed to know where the energy is going. Mr. Hughes weighed in on this discussion to clarify how interconnection works. Mr. Mogri gives the Board an example of the Transwest interconnection agreement. Mr. Hughes said many of the requests are no real projects. Mr. Tatton said this shows the value of the IPP site.

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

Mr. Tatton thanked Mr. Mogri for the report.

Report attached below.

POTENTIAL CONSIDERATION OF CLOSED MEETING FOR THE FOLLOWING PURPOSE:

DISCUSSION OF PENDING OR REASONABLE IMMINENT LITIGATION

Mr. Tatton asked for a motion to move into a Closed Meeting to discuss the pending or reasonable imminent litigation identified on the November 7, 2023, agenda. This meeting will be held in this room on November 7, 2023, at 1:54 p.m. at the Los Angeles Marriott Burbank Airport Hotel, located at 2500 N Hollywood Way, Burbank, CA 91505.

Mr. Johnson made a motion to move into a Closed Meeting. Mr. Eves seconded the motion. A vote by all Board members participating in the meeting was taken, and the vote was unanimous in the affirmative. The meeting moved into a Closed Meeting at 1:54 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**

Joel Eves
Jason Norlen - Virtual

BOARD MEMBERS NOT PRESENT:

None

OTHERS IN ATTENDANCE AT THE CLOSED MEETING:

Cameron Cowan	IPA
Blaine Haacke	IPA
Linford Jensen	IPA
Vance Huntley	IPA
Cody Combe	IPA
Michelle Miller	IPA
Ryleigh Hair	IPA – Virtual
Caitlyn Cottrell	IPA - Virtual
Saif Mogri	IPA Consultant
Eric Bawden	Holland & Hart
Mark Buchi	Holland & Hart – Virtual
Mark Shipley	IPSC
Lori Morrish	LADWP
Greg Huynh	LADWP
John Aguilar	LADWP
John Ward	John Ward Inc. - Virtual

Mr. Tatton deemed the Board out of the Closed Meeting at 2:06 p.m. and said the Open Meeting will reconvene at 2:06 p.m. to address the IPA Business and complete the remaining Board agenda items.

RESOLUTION IPA-2023-028 CONSIDERATION OF APPROVAL OF SETTLEMENT WITH TAXING JURISDICTIONS REGARDING FEES IN LIEU OF AD VALOREM TAXES

Mr. Tatton asked Mr. Cowan to provide a description of Resolution IPA-2023-028. Mr. Cowan said the description of Resolution IPA-2023-028 was discussed in the closed meeting and asked if there were any questions. Hearing none, Mr. Tatton asked for a motion to approve Resolution IPA-2023-028.

Mr. Rigby made a motion to approve Resolution IPA-2023-028. Mr. Montgomery seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

JOINT RESOLUTION 2023-001 RECOGNITION OF THE EXCEPTIONAL SERVICE PROVIDED TO IPA, IPP AND THEIR PARTICIPANTS BY MR. RONALD L. RENCHER

Mr. Tatton asked Mr. Huynh to highlight Joint Resolution 2023-001. Mr. Huynh honored and thanked Mr. Ronald L. Rencher for his service to IPA, IPP and their Participants.

Mr. Tatton asked for a motion to approve Joint Resolution 2023-001.

Mr. Larsen made a motion to approve Joint Resolution 2023-001. Mr. Johnson seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative.

JOINT RESOLUTION 2023-002 RECOGNITION OF THE EXCEPTIONAL SERVICE PROVIDED TO IPA, IPP AND THEIR PARTICIPANTS BY MR. KEVIN W. JOHNSON

Mr. Cowan asked Ms. Morrish to highlight Joint Resolution 2023-002. Mr. Huynh honored and thanked Mr. Kevin W. Johnson for his service to IPA, IPP and their Participants.

Mr. Cowan asked for a motion to approve Joint Resolution 2023-002.

Mr. Montgomery made a motion to approve Joint Resolution 2023-002. Mr. Rigby seconded the motion. A vote by all Board members participating in the meeting 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. Montgomery made a motion to adjourn. Mr. Larsen seconded the motion. A vote by all Board members participating in the meeting was taken and the vote was unanimous in the affirmative. The meeting was adjourned at 2:18 p.m.

IPA Board of Directors
Meeting Minutes
November 7, 2023

Page 9 of 9

TIME AND PLACE OF NEXT MEETING

Tuesday, December 5, 2023, 1:00 p.m. MST, at Little America Hotel, located at 500 Main Street, Salt Lake City, UT. 84101.

Minutes taken by Michelle Miller.