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**GREAT LAKES UTILITIES BOARD OF DIRECTORS
MEETING MINUTES**

December 19, 2017
Wisconsin Rapids, WI

CITIES REPRESENTED:

Bangor	Steve Baker
Clintonville	Brian Ellickson
Cornell	Dave DeJongh
Escanaba, MI	Mike Furmanski (via telephone)
Kiel	Dennis Dederling
Manitowoc	Nilaksh Kothari
Marshfield	Nicolas Kumm
Medford	John Fales
Shawano	Brian Knapp
Trempealeau	Kurt Wood
Wisconsin Rapids	Jem Brown

Legal Counsel:	Attorney Richard Heinemann, Boardman & Clark Law Firm
Absent:	Brian Knapp; Richard Heinemann
Additional Attendees:	Kris August; Jamie Aulik

Jem Brown, Chair of the Board, called the meeting to order at 11:00 a.m. and called the roll. A quorum was present with ten communities represented. Those present are indicated.

MINUTES: The Regular Session Minutes from the October 12, 2017 meeting were presented for approval.

MOTION: Motion was made by Dave DeJongh and seconded by Dennis Dederling to approve the Regular Session Minutes from October 12, 2017. Motion carried unanimously.

REPORT AND RECOMMENDATION OF THE POWER SUPPLY COMMITTEE: The Committee approved the 2018 wholesale rate tariff; retaining Leidos for consulting services to review long term power supply plan and include west power supply analysis as part of the study at no cost to those members; the GLU-MPU Power Supply Agreement capacity pricing from 2018-2022 with pricing to be reassessed in 2021 for the 2022-2026 extension and reviewed the 2016-2017 MISO summary report.

MOTION: Motion was made by John Fales and seconded by Dennis Dederling to approve the report and recommendations. Motion carried unanimously with N. Kothari abstaining on the GLU-MPU Power Supply Agreement.

REPORT AND RECOMMENDATION OF THE LAKESWIND COMMITTEE: The Committee reviewed the Wind Project performance through October 31, 2017 and approved the decreasing Lakeswind Project member fee from \$20.50 to \$18.00 per MWH beginning January 2018.

MOTION: Motion was made by Dave DeJongh and seconded by Brian Knapp to approve the report and recommendations. Motion carried unanimously.

REPORT AND RECOMMENDATION OF THE WEST POWER SUPPLY COMMITTEE: The committee reviewed, discussed, and approved the 2018 power supply rates tariff for Bangor, Cornell, and Trempealeau.

MOTION: Motion was made by John Fales and seconded by Kurt Wood to approve the report and recommendations. Motion carried unanimously.

CONSULTING SERVICES TO REVIEW LONG TERM POWER SUPPLY PLAN AND POTENTIAL ALTERNATIVES: The Power Supply Committee reviewed proposals to perform consulting services to review the long term power supply plan and potential alternatives. Prior to the Power Supply Committee making a final selection of the consultant, it was brought to the Board to consider participation. The Power Supply Committee decided to include the West Power Supply analysis at no cost to the west members.

MOTION: Motion was made by John Fales and seconded by Dave DeJongh to retain Leidos for an estimated cost of \$175,000. Motion carried unanimously.

REVISIONS/UPDATES TO OPERATIONS PROCEDURES MANUAL: Revisions to the Operations Procedures Manual were reviewed.

MOTION: Motion was made by Nick Kumm and seconded by John Fales to approve the revisions and updates to the operations procedure manual. Motion carried unanimously.

INVESTMENT POLICY REVISION: Investment Policy revisions were discussed. A few changes were recommended to address downgrades of investments held and incorporate changes of Wisconsin Statutes related to period of time allowed for certain investments. A question was raised concerning the last paragraph of the policy. It was decided to table the approval until the next meeting.

MANAGING DIRECTOR REPORT: N. Kothari informed the Board of the following: Nick Kumm with Marshfield Utilities has been leading the effort in attending meetings and responding to question from the Village of Stratford on the potential becoming a GLU member. Hometown Connections of APPA is being acquired by several Joint Action Agencies. The question was raised if GLU would have any interest in being part of the acquisition. After a brief discussion on the potential opportunities for services, Board directed N. Kothari to obtain additional information on the timeline, cost, and related information for discussion at the next Board meeting.

FINANCIAL REPORTS AND INVOICES FOR SEPTEMBER AND OCTOBER 2017: For claims lists dated September 2017: invoices from Boardman & Clark, Customized Energy Solutions, Duncan Weinberg Genzer & Pembroke, Manitowoc Public Utilities, Manitowoc Trophy, Midwest Renewable Energy Tracking, Nilaksh Kothari, PRT, and Spiegel &

McDiarmid totaling \$72,746.87; Wind Purchase Power Revenue Invoices from North Central Power Co, Inc., Northwestern Wisconsin Electric Co., and Lakeswind Power Partners, LLC totaling \$474,033.11; and Power Supply Invoices from Manitowoc Public Utilities, Marshfield Utilities, American Electric Power-EP, American Transmission Co., MISO, NextEra Energy Power Marketing LLC, TransAlta Energy Marketing, Inc., WE Energies, Wisconsin Power & Light, and Wisconsin Public Service Corp totaling \$8,224,628.33, for a total of \$8,771,408.31. For claims lists dated October 2017: invoices from Badger Power Marketing Authority, Boardman & Clark, Customized Energy Solutions, Duncan Weinberg Genzer & Pembroke, Manitowoc Public Utilities, Midwest Renewable Energy Tracking, Spiegel & McDiarmid, and Wisconsin Rapids WW&LC totaling \$59,235.18; Wind Purchase Power Revenue Invoices from North Central Power Co, Inc., Northwestern Wisconsin Electric Co., and Lakeswind Power Partners, LLC totaling \$625,682.55; and Power Supply Invoices from Manitowoc Public Utilities, American Electric Power-EP, American Transmission Co., MISO, NextEra Energy Power Marketing LLC, TransAlta Energy Marketing, Inc., WE Energies, Wisconsin Power & Light, and Wisconsin Public Service Corp totaling \$8,576,464.94, for a total of \$9,261,382.67.

MOTION: Motion was made by Steve Baker and seconded by Brian Ellickson to approve payments of invoices totaling \$8,771,408.31 for September and payments of invoices totaling \$9,261,382.67 for October. Motion carried unanimously.

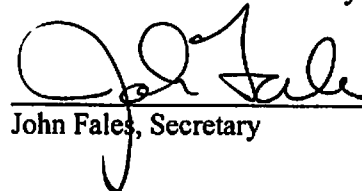
INVESTMENT PORTFOLIO REPORT: The Investment Portfolio Report from Baird for the period ending October 31, 2017 was reviewed.

APPA JOINT ACTION WORKSHOP: The APPA Joint Action Workshop will be held in La Jolla, California from January 7-9, 2018. Jem Brown and Nilaksh Kothari will be attending.

APPA LEGISLATIVE RALLY: The APPA Legislative Rally will be held in Washington, D.C. from February 26-28, 2018. John Fales and Dennis Dederling are considering attending.

NEXT MEETING: The next meeting is on January 18, 2018, Wisconsin Dells at 4:00 p.m.

ADJOURNMENT: Motion by Nilaksh Kothari and seconded by Kurt Wood to adjourn. Motion carried unanimously. Meeting adjourned at 11:30 a.m.



John Fales, Secretary