

# ILLINOIS MUNICIPAL ELECTRIC AGENCY

## REPORT OF BOARD OF DIRECTORS MEETING

THURSDAY, APRIL 27, 2023

A regularly scheduled meeting of the Board of Directors of the Illinois Municipal Electric Agency was held in person and also by webinar broadcast pursuant to proper notice from the IMEA headquarters building, 3400 Conifer Drive, Springfield, Illinois on April 27, 2023. Chairman Dale Detmer called the meeting to order at 10:00 a.m. and all attendees participated in the Pledge of Allegiance. Roll call was taken which showed a quorum was present combining both in-person attendance and webinar participation as allowed under law during the Governor's continuing disaster declaration for the COVID-19 pandemic.

CEO Kevin Gaden announced the names of guests that were participating in the webinar and acknowledged the IMEA staff that were physically present in the Boardroom or on the webinar broadcast. Gaden announced that this meeting would be Mayor Dominic Rivara's last meeting and thanked him for his years of service on the IMEA Board.

Brian Groth, seconded by Larry Taylor, moved for approval of the minutes of February 23, 2023. The motion carried by unanimous roll call vote.

Opportunity for Public Comment - Chairman Dale Detmer stated that pursuant to the Open Meetings Act, any person attending this webinar either in person or via webinar broadcast shall be permitted an opportunity to comment. Questions during the rest of the meeting are reserved for Board members. If questions arise during the meeting, they can be raised with an appropriate staff member after the meeting by calling IMEA's main number at 217-789-4632 and being directed by the operator at that time. He then asked if anyone from the public would like to make a comment. Hearing no requests for public comment, Chairman Detmer proceeded with the meeting.

Treasurer's Report – Cindy Evans, Senior Accountant, reported on the February 2023 financials. She stated that actual member power costs are right at revised budget year to date and the MWh sales to members is 0.7% below budget. She reviewed specifics regarding the March IMEA invoices and gave projections regarding the April invoices that will be sent out on May 10<sup>th</sup>. She reminded Members that the last two months' bills had been under budget and that IMEA had closed out the fiscal year under budget close to last year's ending average cost to members. Dan Cook moved to approve the Treasurer's Report, seconded by Dick Simon. The roll call vote showed all in favor.

President & CEO Report – CEO Gaden reported that about 35 IMEA member representatives had visited Congressional offices for meetings during the APPA Legislative Rally. The key messages to legislators included transformer shortages, renewable tax credits, the cyber security reporting bill and climate policy. Gaden stated that there has not been a FERC nominee from the President yet and Commissioner Danly's term is up in June 2023.

CEO Gaden reported that the Sierra Club had filed a lawsuit against Prairie State and Prairie State plans to defend those charges. He announced that Patrick McCarthy is the new IMEA Board Member for Chatham and explained that Shane Hill is planning to retire at the end of 2023. Gaden welcomed

Pat and thanked Shane for his many years of service to IMEA. Gaden explained that two of the agenda items in this meeting refer to potential contract defaults by vendors which are both Limited Liability Companies (LLCs). He discussed the definition of a Limited Liability Company as a structured company designed to protect the assets of the investors and noted that most of the vendors in the renewable space are LLCs.

Legislative Update – Staci Wilson reported that an early adjournment of May 19<sup>th</sup> was scheduled for the State spring session. She stated that Reliability First testified in a subject matter hearing at Illinois Senate Committees recently. In that hearing, they discussed needing to address the complex reliability challenges emerging as the grid is transformed. They showed positivity toward the transformation and wanted to ensure that State and Federal policymakers continue collaboration efforts and thoughtful action. They noted that managing the pace of change is a challenge for reliability and they offered to be a resource to the legislators for technical reliability information. Wilson reported on SB 76 which lifts the moratorium currently in place with regard to constructing new nuclear generation and SB 40 which requires newly constructed residential buildings to have one EV capable parking space and requires newly constructed large, multi-family residences to have 100% total spaces that are EV capable. She discussed topics that could potentially be in an energy omnibus package to include low income rates, rate design and high rate pressures; a hydrogen tax credit; carbon capture, transportation and sequestration issues; permitting for environmental justice areas and a tax incentive for battery storage.

Wilson explained that the Illinois Finance Authority (IFA) had submitted their 40101(d) Grid Resilience Formula grant application by March 31<sup>st</sup>. It is expected that they will know if they have been selected along with the amount by June and will then host an informational session on the formula grant process. She reported on the recent webinar with IFA wherein they discussed the Grid Resilience & Innovation Partnership (GRIP) for electrification of systems and EV charging infrastructure opportunities. She also explained that the IFA is working with the Illinois Department of Transportation to strategically deploy new EV charging in communities that include rural areas.

## OLD BUSINESS

Operations – Alice Schum stated that on April 5<sup>th</sup>, PJM announced that they would need to rerun the 2023/2024 Third Incremental Auction due to inadvertent exclusion of some existing generation in the calculations and the results were posted on April 12<sup>th</sup>. She explained that this means that PJM will be managing 3 years of forward auctions in less than one year.

Regarding the Midcontinent Independent System Operator (MISO) RTO, Schum reported that the 2023/24 Planning Resource Auction was delayed until April 18<sup>th</sup> with results posting on May 19<sup>th</sup>. She explained that this is MISO's first auction by season and will have implications on overall MISO capacity accreditation for all resources and will affect scheduled generation outage timing moving forward.

Schum reported that the 2023 URGE tests have been scheduled. Operations will call one week ahead to schedule times and will run tests when LMPs are highest. She stated that there had been good turnouts at both of the Power Plant Operator Seminars and thanked Highland for their hospitality. Schum discussed the storms that moved across the state in late March/early April reporting that 16 members had experienced outages on March 31<sup>st</sup> and that Sullivan had generated. On April 4<sup>th</sup>, 5 members had experienced outages with Princeton generating from April 4<sup>th</sup> through Sunday, April 8<sup>th</sup>. Lastly, Schum stated that the annual members load forecast estimates are underway and data collection will begin soon.

Trimble County: Gary Stephenson reported the following:

- Three new recordable injuries were reported during 2023. Coal inventory is at 38 days (eastern coal) and 68 days (western coal) on the ground. Plant performance for the first quarter of 2023 was excellent with an EAF of  $\approx 83.3\%$  and an EFOR of  $\approx 0.8\%$ . TC2 began its planned outage on March 1 with boiler waterwall replacements and generator inspection.

Prairie State: Gary Stephenson reported the following activities:

- The plant had 2 recordable injuries and the mine had 5 in 2023. Coal inventory is on target at 34 days on the ground. Regarding plant performance for the first quarter of 2023, the EAF was  $\approx 93.6\%$  and the EFOR was  $\approx 6.0\%$ . A Notice of Violation was issued by the Illinois EPA on March 2<sup>nd</sup> for an SO<sub>2</sub> (sulfur dioxide) exceedance. The plant submitted a compliance agreement to resolve the issue which includes changing some of their start-up protocols.
- Regarding the Prairie State Carbon Capture Grant Proposal, Gary Stephenson reported that Prairie State is moving forward with the Department of Energy (DOE) demonstration grant application. He explained that there is \$350M available for a single coal plant, the cost share would be borne by the developer/operator (D/O) and no additional funds from Prairie State are required. The University of Illinois (U of I) would prepare and submit the application. The deadline for submittal of the application is May 23, 2023 with a decision expected by the DOE in August 2023. Stephenson stated that U of I would be the grant recipient if the application is successful and Prairie State would be the named "host site." U of I would likely transfer the grant to the D/O. He reminded members that CEJA mandates that by January 1, 2035, Prairie State must reduce carbon emissions by 45% from existing levels.

Local Transmission and Generation – Gary Stephenson reported on the following:

- Highland - Ameren ATXI Transmission Project - Proposed 138 kV Loop – There is a small parcel of land owned by IMEA adjacent to the Aviston substation which may be needed by Ameren for the project. The previously executed Memorandum of Understanding envisioned the sale at fair market value. Staff will likely be asking for the approval of that sale at a future Board meeting.
- Oglesby – Proposed New Delivery Point – IMEA Staff is focused on negotiations with Ameren on the UCA and the WCA with ongoing discussions to finalize this issue.
- Riverton – Considering Infrastructure Requirements – The Ameren study that was paid for by Riverton has been received. Staff is currently reviewing the documentation and has a call set up with Riverton officials and Ameren to review the findings.
- Peru – Considering 138 kV Delivery Point - Staff and Peru are considering options for their future load growth with regard to a new delivery point.
- Member Storm Restoration and Mutual Aid – Thanked Oglesby and Winnetka for assisting Batavia with restoration efforts during the storms in late March/early April along with Princeton's continuance generation from April 4<sup>th</sup> to April 8<sup>th</sup>.

Update on Legal Matters – General Counsel Troy Fodor reported the following:

- Ameren Missouri Rush Island SSR Revenue Requirement/Rate Filing (Docket No. ER22-2721) – The participants reached a settlement in principle and are expected to file related materials soon. This settlement only covers the first year of the potential SSR period. So far, the financial impact on IMEA from the Rush Island SSR has been a net positive, but it was known that the potential adverse impact would not start until June of 2023. If the MISO auction price for PY 2023/2024 comes in lower than this year, the offsetting revenues for the first 9 months of the 1<sup>st</sup> SSR year will disappear and IMEA will become a net payer. Staff will consider the cost/benefit analysis of filing protests for SSR years 2 and 3.
- Big River Solar Reactive Revenue Filing (Docket ER22-1610) – This is the reactive case for the Ranger Power project that is under contract with IMEA. IMEA is entitled to ≈16.78% of the attributes starting on June 1, 2025. The settlement was filed for approval with FERC on April 5, 2023. In a separate document, FERC approved the MISO tariff change so the reactive payment will go to “zero” retroactively effective December 1, 2022 unless there is a successful appeal in that case, in which the settlement would only affect a few months’ worth of the expected attributes.
- PJM 2024/25 Base Residual Auction Results Filings (FERC ER23-729 – Sec. 205 filing) and (EL23-19 – Sec. 206 filing) – This tariff change by PJM eliminates the potential effects of new planned resources in small locational deliverability areas not bidding into the auction – PJM 2024/25 auction results were delayed pending the outcome. FERC entered an Order on February 21, 2023 accepting PJM’s Section 205 proposal and dismissing their Section 206 filing.
- PJM Revisions to the Billing of Non-Performance Charges (Docket No. ER23-1038) – This tariff change by PJM pertains to deferred billing for non-performance charges stemming from Winter Storm Elliott (that occurred during the Christmas 2022 holiday weekend) for 9 months subject to interest. There is a similar rule for future events. FERC entered an Order on April 3, 2023 accepting the tariff changes with one small change. There have been bankruptcies due to these penalties and numerous complaints against PJM filed at FERC claiming detrimental reliance on PJM data or PJM wrongfully declaring the CP event among other things. Staff is monitoring these cases and will intervene if necessary.
- New Filing at FERC – On March 17, 2023, FERC issued a show cause Order instituting an investigation into whether MISO’s failure to update its valuations to fix certain errors prior to its first seasonal capacity auction was unlawful. MISO filed a waiver asking to delay its auction so it could fix the valuations. FERC issued an Order on March 28, 2023 granting the waiver. On April 17, 2023 FERC entered an Order terminating the show cause proceeding. Auction results will be posted on May 19, 2023 with the Planning Year beginning on June 1, 2023.
- Rantoul Customer – Possible Public Utility Regulatory Policies Act (PURPA) Contract – The draft Interconnection Agreement that IMEA Staff helped Rantoul prepare was sent to the applying customer on March 27, 2023. Staff will continue to work with the customer for an excess energy output contract if the project proceeds.
- Ameren Wholesale Connection Agreements/Umbrella Construction Agreements (WCA/UCA) – Engineering and IMEA’s Staff Attorney have restarted meetings with Ameren and will continue to work internally on strategy to achieve the best negotiated solution with Ameren.
- Chatham SERC Registration – IMEA Staff is working with the Village consultant to prepare for Chatham’s registration with SERC as a Transmission Owner. Chatham hired Brian Evans-Mongeon of Utility Services on the registration and compliance issues. IMEA Staff is assembling all prior compliance documentation and working with the consultant on the drafting of required SERC compliance documents. Chatham, IMEA and CWLP are reviewing/discussing/editing the

draft SERC compliance documents for both Critical Infrastructure Protection (CIP) standards and Operations and Planning (O&P) standards.

- Data Request for Joint FERC/NERC/Regional Entity Inquiry GO/GOP Data Request Response Required – IMEA received a request for information on Trimble County’s response to Winter Storm Elliot with responses due on March 28. IMEA responded to FERC that while IMEA is not a NERC registered Generation Owner (GO) or Generation Operator (GOP), IMEA holds a 12.12% interest in the TC units with LG&E being the GO and GOP. Nevertheless, IMEA Staff worked with LG&E to assemble and produce the information for FERC/NERC to review before the deadline.

Member Hosted Solar Site Agreements with Sol Customer Solutions – Gary Stephenson reported that in December of 2022, IMEA executed three Power Purchase Agreements (PPAs) with subsidiaries of Sol Customer Solutions (SCS) to purchase output from new solar projects to be built at Marshall, Oglesby and Princeton. IMEA currently has PPAs with SCS related affiliates for solar power at Altamont, Naperville and Rock Falls. He explained that these new contracts are structured to ensure on-going financial security to IMEA over the life of the PPAs. Stephenson then presented illustrations explaining the methodology of how limited liability companies are used by solar developers. He discussed that the security for IMEA after the Commercial Operation Date (COD) will be in the form of a “Parent Guaranty” that relies on the creditworthiness of the entity providing it and that financial security prior to the COD is provided to IMEA for each PPA in the form of a surety bond. The most recent PPAs required that surety bonds be provided to IMEA within 30 days of the execution of the PPA. SCS initially refused to provide such security without an increase in the prices in the PPAs. Stephenson stated that SCS proposed an amendment to the executed PPAs that would raise the contract prices by 30%. He explained that on April 11<sup>th</sup>, SCS provided the surety bonds for Marshall and Oglesby after IMEA sent a demand letter. SCS did not send the surety bond for Princeton since IMEA did not have the contracted site secured as a condition precedent. Stephenson explained that IMEA Staff will evaluate all the options and pursue the best alternative. In the event that the best alternative involves a self-build option, IMEA Staff will seek Board approval prior to taking such action. He explained that it is likely that the Commercial Operation Dates for the three projects will be delayed beyond the original target dates in the Fall of 2023.

General Counsel Troy Fodor reported that the counterparty, SCS, had breached the Agreement by failing to provide the surety bonds when due, but that breach had been cured for 2 of the 3 PPAs. The dispute continues, however, over the requested price increase. If IMEA Staff is able to negotiate a satisfactory outcome, it will require an amendment to the Agreement. If IMEA Staff is unable to negotiate a satisfactory outcome, it will be necessary to give certain notices under the Agreement and take other necessary actions to enforce the Agreement. He explained that those actions may include the hiring of outside counsel and the filing of litigation against the counterparty. Fodor stated that on March 29, 2023, the Executive Board unanimously authorized the President & CEO to engage counsel on this matter to assist in enforcing IMEA’s rights under the contracts and Staff will be recommending that the IMEA Board ratify these Executive Board decisions. He stated that in order to update the Board on the status of the staff’s efforts thus far, staff will be seeking to hold a closed session to discuss both the BTM solar projects as well as the Prairie Wolf capacity issues together after the Prairie Wolf capacity overview in this meeting.

Prairie Wolf Solar, LLC Capacity Transaction – Rakesh Kothakapu reported that IMEA entered into a 5-year 50 MW capacity agreement with Prairie Wolf Solar in December of 2020 which runs from Planning Years 2022/23 through 2026/27. He explained that Prairie Wolf had delivered the full 50

MW of capacity for the first Planning Year 2022/23, however, Prairie Wolf then notified IMEA that it intended to deliver less than the 50 MW for certain seasons over the remainder of the agreement due to the implementation of the seasonal capacity construct by MISO. Prairie Wolf requested an amendment to the contract to change the contract quantity from 50 MW to “as available” for the future Planning Year at the same price that the contract was originally negotiated. Kothakapu stated that for Planning Year 2023/24, Prairie Wolf transferred to IMEA 54.9 MW of Summer capacity, 50 MW for Fall, 15.7 MW for Winter and 33.7 MW for Spring. He stated that IMEA Staff is currently in negotiations with Prairie Wolf to amend or modify the contract. IMEA Staff is working to regain the full value of the contract lost due to non-delivery during some of the seasons and is also requesting that Prairie Wolf not lose production during critical hours to maximize capacity along with a higher level of financial security. IMEA Staff will continue to negotiate in good faith while exploring all options due to Prairie Wolf’s failing to deliver 50 MW for all MISO seasons, but the exclusive remedy is to pay liquidated damages.

General Counsel Troy Fodor reported that the counterparty, Prairie Wolf, had breached the Agreement and if IMEA Staff is able to negotiate a satisfactory outcome, it will require an amendment to that Agreement. If IMEA Staff is unable to negotiate a satisfactory outcome, it will be necessary to give certain notices under the Agreement and to take necessary actions to enforce the Agreement. Fodor explained that the Executive Board had provided interim authority to engage legal counsel and prepare for possible litigation, if necessary, while Staff continued to negotiate with the vendors. Fodor stated that on March 29, 2023, the Executive Board unanimously authorized the President & CEO to engage counsel on this matter to assist in enforcing IMEA’s rights under the contracts and will be recommending that the IMEA Board ratify these Executive Board decisions. In order to give more detail about the issues and the actions staff has taken, IMEA staff recommends combining these two matters and going into closed session.

At that time, General Counsel Troy Fodor asked for a motion to go into Executive Session for the discussion of the purchase, sale or delivery of electricity and the discussion of potential IMEA litigation. John Tolan moved to go into closed session, seconded by Dominic Rivara. Roll call vote showed all in favor. The meeting was closed to the public pursuant to Section 2(c)(23) of the Open Meetings Act for discussion of the purchase, sale or delivery of electricity and Section 2(c)(11) of the Open Meeting Act for potential IMEA litigation at 11:00 a.m. The meeting returned to Open Session at 11:40 a.m. by a motion from Dan Cook. The motion was seconded by Brian Groth and the roll call vote was unanimous with the exceptions from the representatives from Farmer City and Rantoul abstaining due to a non-audible response.

Ratification of Executive Board’s Approval of Amendment, Termination and/or Litigation on the Marshall, Princeton and Oglesby Hosted Solar Site Agreements with Sol Customer Solutions - Fodor stated that the Executive Board previously authorized the President & CEO to enforce the Agreements, including the hiring of outside counsel, termination of the Agreement and/or litigation, although any amendment to the current Agreements would be brought before the full Board for consideration and approval. IMEA Staff recommends that the Board ratify the interim action that was taken by the Executive Board and extend that authority into the future on the same terms. At that time, Dominic Rivara moved to ratify the recommendation as presented and extend that authority into the future on the same terms. Brian Groth seconded the motion and the weighted roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Ratification of Executive Board's Approval of Amendment, Termination and/or Litigation on Current Solar Based Capacity Transaction with Prairie Wolf Solar, LLC - Fodor stated that the Executive Board previously authorized the President & CEO to amend, terminate or litigate the current solar-based Capacity Transaction with Prairie Wolf Solar as recommended by IMEA Staff. IMEA Staff recommends that the Board ratify the interim action that was taken by the Executive Board and extend that authority that was granted therein for staff to continue to work on these matters. Dan Cook made a motion to ratify the recommendation as presented and extend that authority into the future for staff to continue to work on these matters. Pat McCarthy seconded the motion and the weighted roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

U.S. Supreme Court Appeal of Build America Bonds Case – CEO Kevin Gaden gave an overview and background information with regard to the definition of Build America Bonds (BABs), the federal government's intent at the time of issuance and the effect of the Budget Control Act of 2011 which reduced that pledged credit. He explained that IMEA has had almost \$5.91 million in BABs payments sequestered by the IRS, that the IRS has announced plans to sequester funds through at least September 2030 and that it will likely continue to sequester a portion of the BABs payments through the end of the bonds. The total sequestration through 2035 for IMEA is expected to be approximately \$8.8 million. Gaden reviewed the legal history of this case by the six public power owners of Prairie State (IMEA, AMP, MJMEUC, IMPA, KMPA and NIMPA) which began by pursuing a joint effort to file a Complaint at the Federal Court of Claims. He discussed the process so far stating that since the D.C. Circuit Court of Appeals upheld the lower court decision on February 24, 2023, the only remedy left is to request that the case be heard by the U.S. Supreme Court (SCOTUS). In order to be considered by the SCOTUS, appellants must file a Petition for a Writ of Certiorari and if the Writ is granted, the SCOTUS would hear the case in its next session. He explained that legal costs have been proportionately shared between the six members based on the sequestration damages and reviewed expenditures so far along with anticipated costs going forward. He explained that there is still a potential that this case can be remanded back to the Court of Claims to determine damages if the parties prevail at the Supreme Court. Gaden stated that all other BABs parties of the case gained their Boards' approvals to proceed and will be selecting a SCOTUS law firm led by a national SCOTUS expert, David Frederick of the Kellogg Hanson Law Firm. On March 29, 2023, the Executive Board unanimously approved the Agency joining with the other public power entities to continue litigation against the federal government, including filing a Petition for a Writ of Certiorari to the SCOTUS authorizing the engagement of SCOTUS legal counsel regarding the sequestration of Build American Bonds payments and authorizing the President & CEO to take all steps and execute all agreements or other documents reasonably necessary or appropriate to prosecute such litigation. David Coston moved to ratify the Executive Board's approval as presented above. Brad Myers seconded the motion and the roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Limited Waiver of Anti-Nepotism Policy – CEO Kevin Gaden explained that IMEA has an employee anti-nepotism policy which prohibits employment of relatives of Board Members. Since Patrick McCarthy was recently selected by the Village of Chatham as its Board Member, this would affect his son, Sean McCarthy's employment at IMEA. Sean has been employed by IMEA for a total of 13 years, the last 3 of which as an Energy Services Representative. IMEA Staff intends to make recommendations to revise this policy at a future IMEA Board of Directors meeting as this policy was not intended to displace a current and long-standing employee for a relative being appointed to the IMEA Board. On March 29, 2023, the Executive Board unanimously gave interim approval of a limited waiver of the employee anti-nepotism policy allowing for the continued employment of

IMEA's current Energy Services Representative despite his family member's appointment to the IMEA Board of Directors. Dick Simon moved to ratify the Executive Board's approval as presented above. Tim Birk seconded the motion and the roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar and the representative from Chatham abstaining.

## NEW BUSINESS

Resolution #23-04-882 – Approving a Six-Year Preventative Maintenance Agreement with Altorfer, Inc. for IMEA and IMEA Member-Owned Caterpillar 3516B & 3516C Diesel Engine Generators – Shadi Ahanchi stated that the current joint Preventative Maintenance Agreement with Altorfer will expire at the end of this year and that Altamont, IMEA-Flora, Flora, Marshall and Rock Falls showed continued interest in participating in the joint agreement. She explained that Altorfer had provided a quote for an additional six years (2024-2029) and depending on the location, some service costs would increase about 22%. Ahanchi reported that the overall cost for the proposed agreement will be 19.5% more than the 2018-2023 agreement due to higher costs for parts, fuel and labor. She stated that the total annual cost will include optional annual fuel testing and that Altorfer will continue to bill IMEA annually for all services performed at each location with the members reimbursing IMEA. Ahanchi reported that the Letter Agreement for Caterpillar diesel generator maintenance between the cities and IMEA has been prepared along with the Agreement between IMEA and Altorfer. IMEA staff recommends the Board authorize the President & CEO to execute these agreements with Altorfer and the member cities. Bob Coble moved to approve Resolution #23-04-882 as presented. The motion was seconded by Larry Taylor and the roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Resolution #23-04-883 – Authorizing the President & CEO to Enter into Contracts for Power Supply for RTO Planning Through Planning Year 2023/2035 – CEO Gaden explained that the MISO and PJM Capacity and Energy Markets continue to be volatile. These markets are impacted by supply and demand as well as natural gas and other fuel supply costs. He presented a chart showing the capacity clearing prices in Illinois for the past 7 years explaining how past auction performance created huge uncertainty to both buyers and sellers. Gaden discussed the uncertainty about the timing of planned retirements of existing thermal units along with delays and cost increases in nationwide renewable projects causing additional stress to monthly/annual supply and auctions. He reported that IMEA has pseudo-tied its Prairie State generation units to PJM and staff continues to evaluate the risk/benefit/cost of either partially or outright removal of those pseudo-ties only if staff could create more resource and cost certainty by electronically moving Prairie State back to MISO Zone 4. Gaden discussed that as staff continues to seek to add large utility scale solar to IMEA's portfolio, staff is required to augment current planned unit outages as well as stabilize cost risks to supply loads since the Vistra contract was terminated. He explained that previous authorization had been provided by Resolution #19-10-838 addressing periods through May 2029 and the current authorization would authorize hedging through May of 2035. John Tolan moved to approve Resolution #23-04-883 as presented. The motion was seconded by Dan Cook and the roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Resolution #23-04-884 – Approval of Updated IMEA Risk Management Policy – General Counsel Troy Fodor explained that FERC requires the RTO's, including MISO and PJM, to have minimum participation criteria for market participants to be eligible to participate in the markets and PJM and MISO rules require market participants to have Risk Management Policies. He summarized the information contained in IMEA's Risk Management Policy to include the President & CEO's



authority; the commitment to maintain capitalization relative to the level of service to be transacted in the RTO markets; credit and liquidity management (investment grade credit rating, long-term contracts, debt service coverage, rate policy and cash reserves); market risk management (asset ownership, bilateral contracting, BTMG, market purchases, daily scheduling and balancing, credit limits and collateral with RTOs); daily market purchase limits for employees by position; Renewable Energy Credits (REC) purchase and sale guidelines and limits; Financial Transmission Rights (FTR) guidelines and limits for hedging congestion risk along with staffing and training. Dominic Rivara moved to approve Resolution #23-04-884 as presented. The motion was seconded by Larry Taylor and the roll call vote was unanimous with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Board Meeting Procedures – CEO Gaden stated that the Governor has ended the COVID-19 declaration effective May 11, 2023 and, as a result, the IMEA remote/hybrid Board meetings with Members participating and voting remotely will no longer be authorized by the Open Meetings Act after that date. All meetings beginning with the June Board meetings and beyond will require Board Members to be in attendance in person to be able to vote and members of the public to be in person to be allowed to have an opportunity to make a public comment. Staff recognizes that there are times when Board Members cannot attend in person, but would like to view the meetings to stay informed as well as members of the public who would also like to view the meetings without making the trip to Springfield. Gaden explained that in order to accommodate both the Board Members and the public, IMEA will provide a “Microsoft Teams” webinar to Board members and members of the public for viewing purposes only. This means that the microphones from the IMEA offices will remain open, but all remote webinar microphones will be muted. IMEA staff recommends that the Board approve this plan to comply with in-person meeting requirements, yet allow for limited remote access to public meetings moving forward. Mike Ryder moved to approve the plan as presented. The motion was seconded by Dan Cook and the roll call vote was unanimous with the exception of the representative from Farmer City and Chatham showing as abstentions due to the Farmer City representative not being connected to the webinar and the Chatham representative having temporarily left the meeting.

Resolution #23-04-885 – Establishing the Schedule of Meetings for the 2023-2024 Fiscal Year - CEO Kevin Gaden reviewed the IMEA Executive Board/Board of Director’s meeting schedule for the upcoming fiscal year. Cory Sheehy moved to approve this Resolution, seconded by Brad Myers. The roll call vote showed unanimous approval with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Committee and OMA/FOIA Officer Appointments – CEO Gaden presented the committee appointments for the next fiscal year based upon the recommendations from Chairman Detmer for the Board’s review and approval. Gaden also recommended that Troy Fodor and Staci Wilson continue as the Freedom of Information Act (FOIA) and Open Meetings Act (OMA) officers. Pat McCarthy moved to approve the committee appointments for upcoming FY 2023-24 and that Troy Fodor and Staci Wilson remain as the OMA/FOIA officers, seconded by Tim Birk. The roll call vote showed unanimous approval with the exception of the representative from Farmer City showing an abstention due to not being connected to the webinar.

Chairman Dale Detmer asked for a motion to adjourn the meeting. The motion was made by Larry Taylor, seconded by Brian Groth and carried unanimously by voice vote. The meeting was adjourned at 12:30 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "BG", written over a horizontal line.

Secretary/Treasurer

**ILLINOIS MUNICIPAL ELECTRIC AGENCY  
BOARD OF DIRECTORS MEETING  
THURSDAY, APRIL 27, 2023**

**MEMBERS PRESENT (EITHER IN PERSON OR VIA WEBINAR)**

Altamont	Larry Taylor
Bethany	Shannon Risley
Breese	Dale Detmer
Bushnell	Joe Fosdyck
Carlyle	Brad Myers
Carmi	David Coston
Chatham	Patrick McCarthy
Farmer City	Sue McLaughlin (via webinar)
Flora	Bob Coble
Freeburg	John Tolan
Greenup	Mike Ryder
Highland	Dan Cook
Ladd	Pat Barry (via webinar)
Marshall	Cory Sheehy
Metropolis	Michael Gentry
Naperville	Brian Groth
Oglesby	Mayor Dominic Rivara
Peru	Eric Carls
Princeton	Jeff Mangrich
Rantoul	Jake McCoy (via webinar)
Red Bud	Josh Eckart (via webinar)
Riverton	Jim Mileham
Rock Falls	Dick Simon
St. Charles	Peter Suhr
Waterloo	Tim Birk
Winnetka	Brian Keys (via webinar)

**MEMBERS ABSENT**

Cairo	Vacant
Casey	Shelby Biggs
Fairfield	Vacant
Mascoutah	Jesse Carlton
Roodhouse	Mayor Tom Martin
Sullivan	Mayor Richard Glazebrook

**OTHERS PRESENT (EITHER IN PERSON OR VIA WEBINAR)**

IMEA	Kevin Gaden
IMEA	Troy Fodor
IMEA	Chris Wise
IMEA	Gary Stephenson
IMEA	Alice Schum
IMEA	Staci Wilson
IMEA	Mike Genin
IMEA	Rakesh Kothakapu
IMEA	Shadi Ahanchi
IMEA	Glenn Cunningham
IMEA	Adam Baker
IMEA	Sean McCarthy
IMEA	Tammy Hall
IMEA	Rodd Whelpley (via webinar)
IMEA	Ed Cobau
IMEA	Eric Weinant
IMEA	Cindy Evans
IMEA	Mary Ann Todd
IMEA	Daniel Chung
Guest	Jill Kimble, Greenup
Guest	Raheel Arshed (Naperville)
Guest	Kevin Wagner (via webinar)
Guest	Greg Hubert (Naperville) (via webinar)
Guest	Jean Korte (Highland) (via webinar)