



MEMORANDUM

To: NIMPA Board Members and Alternates

From: Gary Holm, NIMPA President

Date: March 15, 2024

Re: General Manager Options – Update to December 11, 2023 and February 19, 2024 Memos

This memo provides an update to my December 11, 2023 and February 19, 2024 correspondence related to General Manager Options.

Per the Board's request, I have continued to track my time spent on NIMPA business related matters. Attached is a summary document that has data compiled from 9/28/23 through 3/15/24. On average, I've been devoting just over 2 hours per each workday on NIMPA related matters. Based on the 5+ months of data, I feel it is accurate to say that there is a consistent part-time level of workload that needs to be supported.

This month I want to provide some additional feedback related to NIMPA and state legislative issues. Going back to when CEJA was negotiated, NIMPA has benefitted from my work on proposed legislative initiatives that I have performed under my duties for Batavia. When CEJA was being considered I spent several weeks working almost full-time on legislative related matters. This past summer and fall I was able to attend public meetings at both Naperville and St Charles. I attended those meetings as a Batavia staff member, but the topics discussed were applicable to both Batavia and NIMPA. This spring I have spent several days analyzing the House and Senate Bills that could greatly impact both Batavia and NIMPA. The time I've spent analyzing the Bills is not included in the attached summary of my hours. I considered the time spent as something I did as part of my job duties for Batavia. The only time "charged" to NIMPA was for me to draft a NIMPA-specific memo to summarize the impacts the Bills could have on NIMPA.

If NIMPA desires to continue tracking and analyzing legislation in Springfield, then I feel there are three basic options to consider:

- 1) A NIMPA representative will need to continue analyzing and summarizing legislative initiatives and their potential impacts on NIMPA. The representative would also need to serve as NIMPA's main point of contact and attend meetings and teleconferences on behalf of the agency. Historically I've always assumed this role. Continuing to perform this work at the member staff level is certainly possible if someone has the ability to devote the necessary time.
- 2) If the Board decides to proceed forward with a General Manager, then that person could presumably perform those duties. Once again, it would require additional time on behalf of the General Manager as I have not historically "charged" my analysis time to NIMPA. The amount of time required is not accurately reflected in the data I've collected and attached.
- 3) Utilize an outside consultant or advisor to review proposed legislative initiatives and identify potential impacts on NIMPA. The analysis and evaluation portions of the work would be similar to what I've always done. The downsides of this approach are 1) a reduced ability to interact with

people like Staci Wilson or Alyssa Harre as a direct NIMPA member, 2) a reduced ability to be part of strategy meetings as legislation makes its way through Springfield, 3) a reduced ability to attend public meetings such as those that occurred this year, 4) additional expense associated with several days, or weeks, required for the work.

DATE	WORKDAY	NIMPA WORK HOURS	TASKS
9/28/2023	1	8	September monthly meeting; NEST meeting; Carbon capture MOU negotiations
9/29/2023	1	1	Invoice approvals; execute mercuria update; execute PJM studies agreement; phone call with Rakesh from IMUA concerning carbon capture
9/30/2023		---	
10/1/2023		---	
10/2/2023	1	---	
10/3/2023	1	---	
10/4/2023	1	3.5	Invoice processing; MOU Insurance liability review; MOU review; Pre-meeting with Prairie State staff
10/5/2023	1	0.25	NEST meeting follow-up and future meeting with Yang Rohr's office; Credit card activation; PNC Authorization correspondence
10/6/2023	1	1.5	Review of ARO analysis
10/7/2023		---	
10/8/2023		---	
10/9/2023	1	0.25	Mecuria Bank Information
10/10/2023	1	0.25	Invoice Processing
10/11/2023	1	1	MOU internal negotiations team meeting
10/12/2023	1	1.75	Invoice Processing; MOU Meeting with Developer team; follow-up internal meeting with MOU team
10/13/2023	1	1.5	Invoice Processing; Monthly Board status call; Meeting with Randy Short and David Niles
10/14/2023		---	
10/15/2023		---	
10/16/2023	1	0.5	Prairie State correspondence distribution list annual review; Meeting with Dominck re: Sen. Rezin conversation; Alyssa Harre discussion regarding External Affairs Committee
10/17/2023	1	---	
10/18/2023	1	1.75	MISO Universal Non-Disclosure Agreement review and signature; MOU Internal negotiations team meeting
10/19/2023	1	2.25	Phone Call Randy Short re: Mine Incident; Draft Agenda October Meeting; MOU Meeting with Developer team; follow-up internal meeting with MOU team; invoice processing
10/20/2023	1	3.5	Budget summary correspondence; Greenfield analysis review; Draft meeting agenda distribution; review/edit of September meeting minutes; External Affairs Committee monthly meeting;
10/21/2023		---	
10/22/2023		---	
10/23/2023	1	1.5	General Manager internal Batavia discussion; Prairie State annual contact list update;
10/24/2023	1	---	
10/25/2023	1	0.5	Discussions with David concerning General Manager position
10/26/2023	1	4.5	Monthly NIMPA Board meeting; confirmation of debt service coverage to Prairie State; invoice processing; MOU internal negotiations group
10/27/2023	1	0.25	Power Sales Agreement Review/Questions related to transfer of \$5M from ECA account
10/28/2023		---	
10/29/2023		---	
10/30/2023	1	0.5	PAC letter review and correspondence with Richard; NEST meeting follow-up newspaper article
10/31/2023	1	1.25	PAC letter conversation with Richard, Troy, Helen and Kevin; Invoice processing
11/1/2023	1	1	MOU internal negotiations team meeting
11/2/2023	1	4.25	Tri-Cities Energy Meeting Article; PAC FOIA update with Richard; MOU review; MOU Internal negotiations team meeting
11/3/2023	1	0.25	Review Richard draft response to PAC; Emission Allowance update from Neil;
11/4/2023		---	
11/5/2023		---	
11/6/2023	1	1	PAC letter response - Information to Richard; Staci Wilson prep for St. Charles meeting
11/7/2023	1	0.5	Teleconference with Richard Re FOIA issue; Census Data request;
11/8/2023	1	0.75	Teleconference with Richard Re FOIA issue; Invoice processing; MOU Internal negotiations team meeting
11/9/2023	1	1.75	PS Board Meeting Preparation with Richard; MOU Negotiations Meeting; MOU Internation negotiations team follow-up
11/10/2023	1	3.5	PS Board Meeting Preparation; PS Participation Agreement review; PS Board Meeting; Follow-up With Richard; Invoice Processing
11/11/2023		---	
11/12/2023		---	
11/13/2023	1	1.25	Review of draft communications materials; Review of Closure Cost Estimate Report; Correspondence to PAC and Ms Russo
11/14/2023	1	0.5	Preparation of General Manager Options memo to Board

11/15/2023	1	3.75	Preparations for Energy Planning meeting; Invoice processing; Mtg. w/Max and Laura Re Planning Preparation; St. Charles Environmental Meeting; Conversation with Richard Re Energy Planning; PJM Account Password Reset
11/16/2023		---	Vacation
11/17/2023		---	Vacation
11/18/2023		---	
11/19/2023		---	
11/20/2023		---	Vacation
11/21/2023		---	Vacation
11/22/2023		---	Vacation
11/23/2023		---	Holiday
11/24/2023		---	Holiday
11/25/2023		---	
11/26/2023		---	
11/27/2023	1	4.75	Preparation of General Manager Options memo to Board; Meeting with Rich from PS in preparation for MOU negotiations meeting; Meeting with Avant re: Energy Planning Session; MOU negotiations meeting
11/28/2023	1	5.25	Preparation of General Manager Options memo to Board; FOIA response to Russo - Finance Committee minutes and Closure Report; Meeting with Dominick re: Legislative/lobbying updates; Correspondence to Dominick re: NIMPA FOIA responses and PAC determination; Correspondence with PAC office
11/29/2023	1	0.5	FOIA follow-up discussion with Richard; PNC bank documents for new closure account
11/30/2023	1	0.5	Correspondence with Administrative Assistant candidates - establishing Zoom interview times
12/1/2023	1	1.25	Discussion with David Niles re Quarterly Financials on website; Management Committee meeting preparation; MOU internal negotiations meeting prior to PSEC Board meeting
12/2/2023		---	
12/3/2023		---	
12/4/2023	1	8	Prairie State Management Committee Meetings
12/5/2023	1	8	Prairie State Management Committee Meetings
12/6/2023	1	0.5	MOU internal negotiations team meeting
12/7/2023	1	3	Finalization of 2024 meeting calendar; December Meeting Agenda preparation; Corespondence with Administrative Interview Candidates; Review of Administrative Assistant Contractual Agreement; Discussion with Richard regarding change to agenda; Issuance of draft agenda and subsequent revision to agenda; MOU Negotiations Meeting; MOU meeting follow-up with Rich and Chelsie
12/8/2023	1	1	Response to questions from Administrative Assistant Candidates; Revisions to NIMPA meeting agenda; Distribution of December Agenda
12/9/2023		---	
12/10/2023		---	
12/11/2023	1	5.5	Transmit confidentiality agreements to Administrative Assistant Candidates; Preparation of General Manager Options memo to Board; Processing invoices
12/12/2023	1	---	
12/13/2023	1	2.5	Processing invoices; MOU review; Review of PJM Market Revisions summary prepared by Avant; MOU internal negotiations team meeting
12/14/2023	1	5	Interviews for contractual Administrative position; NIMPA December monthly meeting
12/15/2023	1	1.5	Correspondence with David re History of NIMPA's rate to members; External Affairs Committee meeting; Correspondence with Administrative Assistant candidates
12/16/2023		---	
12/17/2023		---	
12/18/2023	1	0.5	Review of draft Independent Contractor Agreement; Correspondence with Richard re Contractor Agreement; Invoice processing; Preparations to transfer minute preparation to new Administrative position
12/19/2023	1	2.25	External Affairs Committee meeting preparation; MOU review; January Public Meeting Preparation
12/20/2023	1	3.5	Russo FOIA response; Transmittal agenda and outline related to January public meeting; Teleconference with Staci Wilson related to January meeting with Rep. Hirschauer; Correspondence with Elizabeth and setup of OneDrive; Invoice processing; MOU Internal negotiations Team meeting
12/21/2023	1	1.5	Meeting with Staci Wilson re preparation for Rep. Hirschauer meeting; MOU Internal negotiations team meeting
12/22/2023		---	Vacation
12/23/2023		---	
12/24/2023		---	
12/25/2023		---	Holiday
12/26/2023		---	Holiday
12/27/2023		---	Vacation
12/28/2023		---	Vacation

12/29/2023		---	Vacation
12/30/2023		---	
12/31/2023		---	
1/1/2024		---	Holiday
1/2/2024	1	0.25	Invoice processing; Correspondence with Blake re NIMPA mail received at Rochelle; Teleconference with Rich Meyer re: in-person MOU meeting;
1/3/2024	1	1.75	Hotel reservations - February PSGC Strategic Planning Mtg; NIMPA Public Meeting Presentation Draft; Review of Staci Wilson draft presentation to Rep. Hirschauer; Municipal Advisor Disclosures acknowledgement and transmittal to Board
1/4/2024	1	5	NIMPA Public Meeting Presentation Draft; pre-meeting with Staci Wilson & lobbyists in preparation for 1/9 meeting with Rep. Hirschauer; Teleconference with Rich Meyer re: MOU; MOU negotiations meeting; MOU Internal negotiations Team meeting; Invoice processing
1/5/2024	1	3.5	NIMPA Public Meeting Presentation Draft; correspondence with Elizabeth related to meeting minute preparation; teleconference with Staci Wilson
1/6/2024		---	
1/7/2024		---	
1/8/2024	1	3.25	Correspondence with Elizabeth related to minutes; NIMPA public meeting presentation draft; coordination with Staci and Laura re rescheduling of meeting with Rep. Hirschauer
1/9/2024	1	2.25	NIMPA public meeting presentation draft; Coordination with Rich Meyer for on-site meeting; Meeting preparation;
1/10/2024	1	8	On-site meeting at Prairie State for MOU negotiations
1/11/2024	1	5.75	On-site meeting at Prairie State for MOU negotiations; Travel receipts to Angel for processing; Invoice processing; NIMPA public meeting presentation draft
1/12/2024	1	2.25	NIMPA public meeting presentation draft; Management Committee teleconference; Review/edit of meeting minutes
1/13/2024		---	
1/14/2024		---	
1/15/2024		---	Holiday
1/16/2024	1	0.5	Geneva email string - Ongoing TCE efforts update; Invoice approvals;
1/17/2024	1	3	Meeting minute review - December; Correspondence to Dominick re January Public Information Meeting; Correspondence to Richard re tabled item from December meeting; Illinois public power newsletter review; Informational Presentation updates; Invoice processing; Informational Presentation logistics with Avant
1/18/2024	1	4	Informational Presentation logistics; Presentation updates; Meeting with Staci Wilson re NIMPA meeting and presentation; Invoice processing;
1/19/2024	1	3.75	Correspondence concerning confidential agreements; Correspondence with David Niles for expense summary worksheet; External Affairs monthly meeting; Revisions to public information presentation; Correspondence with Richard Heinemann
1/20/2024		---	
1/21/2024		---	
1/22/2024	1	3.5	NIMPA Presentation update; correspondence with Richard re order of agenda and executive session;
1/23/2024	1	0.25	Finalize agenda for 1/31 meeting;
1/24/2024	1	1.75	Distribution of January meeting agenda; teleconference with Dominick re: Public meeting legislative attendees; correspondence with Staci Wilson re: public meeting latest draft; Russo FOIA acknowledgement; MOU Internal Negotiations Team Meeting;
1/25/2024	1	1.75	Teleconference with Richard, Avant and Van Buren; External MOU Negotiations Team meeting; Internal MOU negotiations team follow-up meeting
1/26/2024	1	3.75	Presentation preparations and final revisions; email correspondence to Elizabeth regarding informational session; Review and edit of October regular and executive session minutes
1/27/2024		0.5	Presentation Preparation
1/28/2024		0.25	Supply acquisition for Public Meeting
1/29/2024	1	0.5	Correspondence with Noah related to CES services; Correspondence with David and Richard concerning presentation;
1/30/2024	1	1.75	Presentation Preparation; Presentation transmittal to Board along with final logistics; Confidentiality agreement to Jeff; Supply acquisition
1/31/2024	1	7	Presentation Preparation; Print handouts; Council Room Setup; MOU Internal Negotiations Team meeting; NIMPA Special Board Meeting
2/1/2024	1	2	Informational Presentation follow-up emails; Meeting with Staci Wilson re 2/2 meeting with Rep. Hirschauer; PJM officer certification emails with Noah; NIMPA meeting link to Autumn in Rochelle
2/2/2024	0.8125	4.75	NIMPA meeting link to Jeff at Rochelle; email to Jeff re confidentiality agreement for Rochelle Mayor; Execution of CA for Batavia Councilman Pieper; Email transmittal of CA to Richard; Meeting with Staci Wilson and Rep. Hirschauer re Joint Action Agencies; Internal MOU negotiations team meeting; correspondence with David re revisions to website; Meeting follow-up questions from residents; Correspondence to David and Richard related to transparency link on website; transmittal of Hirschauer presentation to Aaron and Jeff; follow-up conversation with Staci Wilson; Upload video of informational session to OneDrive for Elizabeth; Verification of Google search results for NIMPA website
2/3/2024		---	
2/4/2024		---	
2/5/2024	1	1.25	Processing first invoice from Elizabeth; Preparation of Feb. meeting draft agenda; legislative introduction update to Dominick and Staci; MOU internal negotiations team status updates
2/6/2024	1	1.75	MOU internal negotiations team status updates
2/7/2024	1	8	Prairie State Management Committee Strategic Planning Session
2/8/2024	1	8	Prairie State Management Committee Strategic Planning Session

2/9/2024	1	---	
2/10/2024		---	
2/11/2024		---	
2/12/2024	1	0.75	Draft February Meeting Agenda; Correspondence with Dominick re legislative review; Richard transparency language for website; Transparency revisions to NIMPA website; Conversation with Rakesch related to MOU dicussions;
2/13/2024	1	0.25	Invoice Processing
2/14/2024	1	0.5	MOU Internal negotiations team follow-up meeting.
2/15/2024	1	0.5	RFP for Rate Comparision Study; Revisions to February Meeting Agenda; Correspondence with Richard re: Distribution of Board Packet Materials; Transmittal of February Meeting Agenda
2/16/2024	1	2	Email response to Mr. Pasquinelli re: 2/9 inquiry; email response to UFS for their proposal; email correspondence with Elizabeth related to confidentiality agreement; Email response to Ms. Russo re NIMPA meeting follow-up questions
2/17/2024		---	
2/18/2024		---	
2/19/2024	1	3	Final draft of NIMPA Time Spent; Compiling Board Packet Feb Meeting; Distribution of Board Materials; printing of board materials; review of executive session minutes for release
2/20/2024	1	---	
2/21/2024	1	0.5	Invoice processing; teleconference with Dominick re legislative education efforts;
2/22/2024	1	5.5	NIMPA February monthly meeting; Update to Basic Electric Terminology document;
2/23/2024	1	1.5	February monthly meeting audio recording to shared folder; correspondence to Elizabeth concerning minutes; PS authorization re: financial statements and audit report; Teleconference with Joe; Correspondence with Staci Wilson; Correspondence with Susan Russo
2/24/2024		---	
2/25/2024		---	
2/26/2024	1	0.5	PJM Officer Recertification, Principal Recertification, CAM Recertification, Related Parties, Affiliate Disclosure, Contact Management, Sector Selection, Company Information;
2/27/2024	1	---	
2/28/2024	1	0.75	Invoice processing; Teleconference with Alyssa Harre; Correspondence with Dominick
2/29/2024	1	0.75	MOU Internal Negotiations Team status update; Correspondence with Ms. Russo; 1st Draft March meeting agenda;
3/1/2024	1	0.25	Teleconference with Staci Wilson
3/2/2024		---	
3/3/2024		---	
3/4/2024	1	1.25	Teleconference with Dominick; Teleconference with Staci and Alyssa; Review and execution of MISO recertification documents for Trevor
3/5/2024	1	0.25	Email correspondence to Noah re: annual PJM certifications for NIMPA
3/6/2024	1	1.75	NIMPA website update - agendas; Correspondence to Ms. Russo re: agenda updates; Correspondence to David re: online meetings/conferences; Correspondence re: website enhancements; forwarding CES invoice; review of February regular and executive session minutes
3/7/2024	1	---	
3/8/2024	0.75	0.25	MOU Internation Negotiations Team status update;
3/9/2024		---	
3/10/2024		---	
3/11/2024	1	0.5	Correspondence with Richard re: March Meeting; Teleconference with Staci Wilson re: legislative working group; Correspondence with Aaron and Jeff re: Working Group;
3/12/2024	1	0.75	Invoice Processing; Russo FOIA Response - meeting recordings
3/13/2024	1	1.5	IMUA Working Group meeting
3/14/2024	1	0.25	Invoice Processing; Russo FOIA Response - meeting recordings
3/15/2024	1	3.5	Correspondence with Richard and David re March Agenda; March Agenda Revisions; Illinois Legislation Summary Memo; External Affairs Committee meeting; Correspondence with Noah re March Agenda revisions; Final draft of NIMPA Time Spent; NIMPA Rate Comparision Proposal; NIMPA Remote Meeting Participation Options;
TOTALS =	106.5625	225.75	
AVERAGE HR/WORKDAY =		2.118475073	Note: Workday definition does not include weekends, holidays, vacation, personal leave or sick time



MEMORANDUM

To: NIMPA Board Members and Alternates

From: Gary Holm, NIMPA President

Date: February 19, 2024

Re: General Manager Options – Update to December 11, 2023 Memo

This memo provides an update to my December 11, 2023 memo concerning the same topic.

Per the Board's request, I have continued to track my time spent on NIMPA business related matters. Attached is a summary document that has data compiled from 9/28/23 through 2/16/24. On average, for each workday I spend 2.4 hours on NIMPA related matters. Based on the 4+ months of data, I feel it is accurate to say that there is a consistent part-time level of workload that needs to be supported.



MEMORANDUM

To: NIMPA Board Members and Alternates

From: Gary Holm, NIMPA President

Date: December 11, 2023

Re: General Manager Options

I'm writing in response to the Board's request for additional information related to the potential General Manager position. I have served as NIMPA's President since 2015 and have complied the following list of duties that I have performed and/or are currently performing on behalf of the agency. Per the Board's request, I have also provided a summary of my time spent on agency business over the past few months. In addition, I have developed a brief list of pros/cons associated with each of the three organizational structure options that are currently being considered. I hope this information assists the Board with their discussion of the General Manager position.

Agency business that has been and/or is currently being performed by the President

Weekly:

- Electronic review and approval of agency invoices as processed by Avant

Monthly:

- Review of invoice for services provided by Customized Energy Services, Boardman Law, Avant Energy, Prairie State Energy, etc.
- Preparation of NIMPA monthly business meeting agenda. Coordination with Richard Heinemann and Avant. Transmittal of draft and final versions.
- Review of NIMPA monthly meeting minutes
- Review of Government Relations, Finance and O&M committee reports
- Review of monthly Prairie State generation report (as prepared by Jonathan Sander)
- Coordination with Dominick at PJM Law related to his efforts pertaining to legislative education and lobbying.

Annually:

- Development of NIMPA annual meeting calendar
- Revisions/updates to NIMPA's meeting calendar
- Review/update of Prairie State correspondence distribution lists
- PJM Capacity Designation letter for Prairie State Units #1 & #2
- Acknowledgement of Municipal Advisory Services provided by Avant to NIMPA
- PJM Officer Certification form – Annual disclosures to PJM associated with training, risk management, market activities, capitalization and compliance with tariffs
- MISO Exhibit VI - Annual disclosures to MISO associated with training, risk management, market activities, capitalization and compliance with tariffs
- MISO Exhibit VIII – Requirement for agency to disclose affiliates to MISO

- Designation of Prairie State representative to manage emission allowances on behalf of NIMPA
- Administration of officer's errors and omissions insurance renewal process and execution of associated documentation
- Coordination with Avant and independent financial auditors related to annual financial audit. This includes teleconference meetings and execution of certain representations on behalf of the agency
- Coordination with outside consultant and data gathering associated with agency's electric rate comparison study (Batavia, Geneva, St. Charles, Rochelle, ComEd, etc.)

Other Frequency (these items may occur often or on an infrequent basis):

- Coordination with IMUA, Co-ops and Prairie State related to legislative updates and lobbying efforts (occurs mostly during spring and fall legislative sessions)
- Review of proposed legislative initiatives – both state and federal
- Submit formal comments / petitions / signature cards relating to proposed legislative initiatives on behalf of the agency
- Meetings with state and federal legislators – Most recent examples are related to CEJA with several meetings occurring throughout 2020 and 2021.
- Attend meetings with special interest groups related to proposed legislative initiatives - examples include meetings hosted by Illinois Environmental Council that were attended by Hal Wright and myself; meetings hosted by Karina Villa's office and meetings hosted by Sierra Club in combination with the Rocky Mountain Institute and Prairie Rivers Network
- Evaluation of reports published by special interest groups such as Rocky Mountain Institute and IEEFA, and Sierra Club that contain data and/or reference related to the agency or Prairie State
- Coordination with Richard Heinemann and Avant related to retention of the Brattle Group and analysis of CEJA impacts
- Coordination with Richard Heinemann and Avant related to amendments to the Master Service Agreement Schedules with Avant for financial, operations and advisory services
- Coordination of process to retain new professional consultants – most recent example was for retention of PJM law for legislative lobbying services
- Administration of agency confidentiality agreements in coordination with Richard Heinemann
- Coordination with Richard Heinemann regarding NIMPA legal matters - BABs, Sierra Club, etc.
- Execution of Non-Disclosure Agreements with third-party consultants working with Prairie State – Examples include Concentric Energy study in 2021
- PJM designation of Customer Account Manager (CAM) and execution of associated forms
- MISO Station Service application and updates
- Execution of MISO NDA and Confidentiality Agreement on behalf of agency
- Execute Prairie State related documents on behalf of the agency. Past examples have included ownership sales, real estate transactions, misc. agreements and protocols, etc.
- Review of correspondence from Carl Johnson from CES related to market policies and associated voting recommendations/decisions
- Execution of documents on behalf of the agency for credit facility and other banking matters
- Execution of Prairie State related officer documents – most recent example was for CEO
- PJM Affiliate Disclosure form – Requirement for agency to disclose any affiliates to PJM
- PJM Sector Selection form – certification of NIMPA's designation as an electric distributor
- PJM Critical Energy Infrastructure form – Authorize PJM to receive infrastructure information from Prairie State
- PJM Declaration of Authority document between NIMPA and ACES related to Pseudo Tie

- PJM Secretary's Certificate – coordination of President and Vice President signatures
- PJM Officer and Authorized Representative designation
- Execute documents related to PJM System Impact Study (2021)
- Correspondence / meetings with Fitch and Moody representatives related to NIMPA's bonds
- Coordination of agency tours of Prairie State. Tour dates, tour agendas, hotel accommodations, travel accommodations, dinner reservations, etc.
- Serve as agency's FOIA officer. Coordination with Richard Heinemann on response to FOIA requests
- Coordination with Richard Heinemann on correspondence with State's Attorney's office related to any FOIA or OMA matters
- Coordination with Richard Heinemann and Avant on other Prairie State related projects not directly associated with the power plant or mine. Examples include the PJM/MISO pseudo-tie process and associated litigation/FERC hearings, ICTR project with CES, Capacity Upgrade project with Mercuria, etc.
- Coordination with Richard Heinemann and/or Avant to develop agency policies. Examples include risk management, financial investment, reserve funds, energy cost adjustment fund balance, etc.
- Correspondence with Prairie State Management Committee to inform them of revisions to NIMPA's Representative or Alternate. This task occurs infrequently, but is an important requirement to ensure NIMPA is properly represented at the Management Committee meetings
- Travel 8-12 days annually on behalf of the agency to attend Prairie State related meetings – Management Committee, annual budget, strategic planning, negotiations, site tours, etc.
- Travel infrequently to meet in-person with Avant Energy at their offices.
- Travel infrequently on behalf of the agency inspect other projects for educational purposes. Past example - 2019 trip to Houston to inspect Petra Nova site. Unknown future occurrences – Possibilities related to other carbon capture facilities?
- Coordination with Richard Heinemann and Avant related to development of Prairie State carbon capture related documents, such as the Statement of Interest.
- Serve as agency's representative related to all carbon capture matters
- Coordination of records retention requirements and document destruction with Secretary of State's office

One-time Tasks Associated with Transition to a new Professional Service Provider (currently Avant):

(Note: these tasks will not be required going forward unless NIMPA were to transition to a new provider)

- Coordination with Richard Heinemann to prepare Master Services Agreement(s) and associated service schedule(s)
- PJM designation of Principal Agent (new provider) on behalf of NIMPA
- MISO market participant contact audit (names/addresses of individuals authorized to act on NIMPA's behalf within MISO market)
- MISO Local Security Administrator registration
- PJM authorization to utilize tools
- Coordination of operations services between Prairie State and the New Provider
- Coordination with New Provider to transition banking documents
- Wells Fargo designation of authorized signers related to administration of NIMPA bonds
- Execution of Wells Fargo security procedures related to administration of NIMPA bonds
- MISO designation of generator operator (access to MISO's generation outage system)
- SEC registration for Municipal Advisor
- Authorization for service provider to complete financial transactions with PJM via wire transfers

- Authorization for service provider and CEO to execute online transactions with Wells Fargo related to NIMPA bonds

One-time Tasks Associated with NIMPA Bond Refinancing:

(Note: The next opportunity for bond refinancing is 2026+/- . NIMPA’s Board will determine whether or not to pursue a refinancing based on interest rates and/or other market conditions at that time)

- Coordination with all three member communities to develop updated community profiles and financial information for rating agencies
- Extensive coordination with Avant Energy
- Coordination/meetings with rating agencies. For the prior bond refinancing this involved an overnight trip to New York for in-person meetings and presentations. Perhaps remote meetings will be utilized in the future?
- Extensive time spent preparing for presentation to rating agencies and review of all agency financial materials
- Review and execution of documents to “close” existing bonds and “open” new bonds

Organizational Structure Options

Status Quo

The Board may determine that the addition of a contractual administrative support person is sufficient to negate the need for a new General Manager. Under this scenario a staff person from one of the three member communities would serve as President of the agency and would continue to perform the above-mentioned duties.

For your reference I have enclosed a summary of my time spent on agency business from Sept. 28th through the present.

Pros

- A staff member is directly accountable to community through which they are employed
- A staff member has an inherent sense of ownership towards the agency
- A staff member provides a local presence. The person can attend local meetings with legislators, city councils and residents.
- A staff member brings historical knowledge and experience to the agency
- A staff member represents the “least cost” option for the agency. No compensation is provided to the community that employs the staff member.

Cons

- Performance of the above-mentioned duties requires a significant time commitment, which is in addition to the staff member’s other job responsibilities.
- Status Quo does not account for the possibility of NIMPA administering new projects on behalf of the member communities. If new projects are undertaken, then an additional time commitment will be required from the staff member.
- Status Quo does not enable the agency to engage in strategic planning, as is currently being contemplated as a requirement by proposed legislation

Utilization of Avant

The Board may elect to utilize its Master Services Agreement with Avant and have them perform the above-mentioned duties on behalf of the agency. Under this scenario it is recommended that Avant

designate one individual to serve in the role as General Manager. Having one individual serve as General Manager will help to increase accountability to NIMPA. It also provides NIMPA with a single point of contact. Under this scenario the President will still be required to execute certain documents on behalf of the agency; however, the General Manager will provide all coordination and review efforts.

Pros

- Significantly reduces the time burden on a city staff member
- Established, trusting and reliable relationship with Avant
- Historical knowledge of Prairie State project dating back several years
- Subject-matter expertise and ability/resources to resolve issues that may arise

Cons

- Lack of a local presence – or added cost associated with having a local presence if that's what the agency desires.
- Loss of independent oversight of agency business – except for legal services, Avant would perform all other agency business. Financial audit would provide only mechanism for external review.
- Risk of community members becoming disengaged and dependent upon Avant to perform a majority of tasks and administer day-to-day operations
- Staff member would still be required to review and approve Avant's invoices and coordinate with them on a regular basis.
- More expensive than status quo option. Cost would be determined by scope of services expected to be performed by Avant. Costs would increase if there is an expectation for Avant to maintain a local presence and attend local meetings.

Contractual or Employee General Manager

The Board may determine that the three member communities do not have sufficient personnel resources to continue performing the above-mentioned duties. Under this scenario the agency would retain the services of a General Manager via a contractual or employment arrangement. The General Manager would report to the Board and be directly accountable to them. Under this scenario the President would still be required to execute certain documents on behalf of the agency; however, the General Manager would provide all coordination and review efforts.

Pros

- Significantly reduces the time burden on a city staff member
- General Manager would maintain a local presence. The Manager can attend local meetings with legislators, city councils and residents.
- Having a General Manager would enable the agency to undertake new projects, if so desired by the member communities
- A General Manager could facilitate strategic planning for the agency, if it becomes a legislative requirement
- Board would have direct oversight of the Manager and could terminate their services without risk of negative impacts to other administrative duties (financial, operations, technical). There would be a separation between the General Manager and Avant.

Cons

- General Manager may not possess historical knowledge of the Prairie State project
- General Manager may not develop a sense of ownership towards agency business
- Risk of unknown factors associated with any new personnel hire or contract

- Current agency workload does not justify a full-time position. Recruiting for a part-time position may be challenging
- More expensive than status quo option. Cost would be determined by scope of services contemplated within contractual arrangement. Costs would increase if the position were to be an employee of the agency with associated employment benefits.