Board Meeting
June 18, 2026

The Northern Illinois Municipal Power Agency (NIMPA) held a Board Meeting on Thursday, June 18, 2026, at 10:30am, at the City of Rochelle Tech Center located at 910 Technology Parkway in Rochelle, IL.

1. **Call to Order and Roll Call:**
   President Aaron Holton called the meeting to order at 10:30am

   NIMPA Members present at the meeting:
   Aaron Holton, City of Geneva
   Steve Allen, City of Batavia
   Blake Toliver, City of Rochelle

   Present via teleconference:
   Attorney Richard Heinemann, General Counsel
   Dominick Lanzito, Brentwood Consulting, LLC
   Rich Babica, City of Geneva
   Andrea Podraza, City of Batavia
   David Niles, Avant Energy
   Joe Fulliero, Avant Energy
   Kevin Carpenter, Avant Energy
   Chad Kustermann, Avant Energy
   Trevor Smith, Avant Energy
   Elizabeth Zrelak, Administrative Support
   Public Member, Susan Russo

2. **Approval of May 21, 2026, NIMPA Meeting Minutes**
   The minutes of the May 21, 2026, meeting were presented for approval.

   Approval of Regular Session NIMPA Meeting Minutes from May 21, 2026
   MOTION: To approve the general session NIMPA meeting minutes from May 21, 2026
   MAKER: Steve Allen
   SECOND: Blake Toliver
   AYES: 3 (Allen, Toliver, Holton)
   NAYS: 0
   The motion passed

3. **Brentwood Consulting, LLC Update**
   Attorney Lanzito reviewed a shared summary of recently passed legislation, focusing on House Bill 1700, Senate amendment 4, which requires municipalities to follow state regulations for wind and solar zoning, with the Illinois Commerce Commission (ICC) resolving disputes. The legislation impacts communities with open spaces such as Rochelle, rather than NIMPA or other NIMPA members. Emerging trends include an upcoming legislative push for battery storage facilities to support renewable energy integration.

Additionally, Senator Bryant sponsored utility charge transparency legislation to make municipal utility rates more accessible to the public.

To address recent developments, Attorney Lanzito proposed two educational presentations for members and legislators to outline the financial and operational impacts facing municipalities ahead of the IRP deadline, January 2027. These presentations would take place prior to both the Veto Session and Regular Session, which ensures a consistent presence to outline municipal perspectives, while simultaneously collecting data from members to map out their current status.

A major focus of Mr. Lanzito's summary was the statutory deadlines under CEJA, specifically the requirement to take 50% of Prairie State offline by 2038, which will remove approximately 800 MW of capacity from the PJM grid, a timeline the General Assembly is unlikely to alter. Because alternative base load options, i.e., Small Modular Reactors (SMRs), require an 8-to-10-year lead time from permitting to construction, Attorney Lanzito emphasized that NIMPA and every Prairie State owner will require immediate, collective strategic planning on a replacement strategy.

Regarding the legislative outlook, the upcoming Veto Session is expected to focus primarily on the mega projects bill, likely deferring other energy issues to the Regular Session. Attorney Lanzito noted that previous public forums were successful and well received, highlighting their value in providing transparency and accessible information to local communities outside of standard village or city council meetings. The NIMPA Board is requested to provide feedback, topic ideas, and relevant impact data to help shape upcoming presentations.

A discussion ensued.

President Holton noted that taking 50% of Prairie State offline roughly equates to having one unit offline, an issue the Prairie State ownership is already discussing at recent board meetings to determine how to operate the units to comply with CEJA. While Batavia previously inquired if NIMPA was discussing this, President Holton responded that members first need to finish their upcoming or ongoing individual municipality IRPs, noting Geneva will start within the next few months and Rochelle is likely doing the same. Once these IRPs are completed, the agency will be on better footing to decide how to tackle the 2038 timeline, whether as a collective NIMPA project or individually.

Attorney Lanzito exits the meeting

4. **Financial Report – Review of April 2026 Financials**
   a. Mr. Niles indicated that NIMPA's rate to members was $3.43/MWh lower than budget for April. This variance was the result of lower than budgeted purchase power and maintenance costs, partially offset by higher than budget fuel costs.
   b. At the end of April, NIMPA had a $15M credit facility with PNC Bank, a $4.5M letter of credit with PJM, leaving $10.5M of the credit facility unused.
   c. The ECA payable to members decreased by $86,000 in April due to a combination of a budgeted ECA decrease of $88,000, lower cost than budget of $296,000, and the return of $296,000 of ECA funds to members. At the end of April, the ECA balance was $6.5M.
   d. Capital Adder Fund:
   NIMPA's Capital Adder Fund had a balance of approximately $11.2M at the end of April. The fund balance continues to represent more than four years of NIMPA's share of projected capital costs based on Prairie State's projected capital expenditures over the next five years.

e. Cash Investment Report:
NIMPA has a total of $81M of cash and investments of which $45.8M is related to debt service reserves and debt service. NIMPA's operating account balance was $10.1M at the end of April.

MOTION:	To approve NIMPA monthly financials from April 2026
MAKER:	Blake Toliver
SECOND:	Aaron Holton
	AYES: 3 (Holton, Toliver, Allen)
	NAYS: 0
	The motion passed

5. Refunding of Series 2016A Bonds

Mr. Niles indicated that a kickoff meeting was held to address the refinancing of NIMPA's 2016A Bonds on May 28, 2026. In attendance: Avant, BofA, senior underwriter, Ice Miller, NIMPA's bond counsel, and Orrick, underwriter's counsel.

The meeting focused on the preparation of the official statement and related disclosures and the presentation to rating agencies. As previously discussed, BofA has recent experience with Prairie State issuers to develop current language around the plant and its recent performance. Avant has reached out to finance managers of each NIMPA member to collect disclosure information that will be required for the official statement. Batavia has already submitted all required disclosure information.

Pricing is currently targeted pricing for early September, a few weeks later than originally expected. This schedule is driven by the anticipated completion of the official statement, with a first draft due for preliminary review by underwriter's counsel on June 24, 2026, and the time required for Geneva to close its books for FY 2026.

Bond counsel is currently reviewing whether the documents related to NIMPA's Build America bonds might allow single maturities to be refunded if economic. Mr. Niles explained that while the Build America bonds include a make-whole call provision that generally makes them uneconomic to refund, specific maturities within the bonds may still be economic to pursue. Both Bond Counsel and the bond trustee have approved this approach, potentially allowing the upcoming refinancing transaction to include these specific maturities and improve the overall economics of the deal.

BofA provided updated numbers projecting present value refinancing savings between $8M and $10M at current rates, with cumulative savings estimated at $11M to $13M. Mr. Niles noted that the first range is lower because it calculates the present value of the savings over a 20-year period as a single lump sum today, whereas the cumulative range reflects the sum of the dollars saved within each individual year. He concluded by noting that actual savings will ultimately depend on interest rates at the time of the bond issuance.

6. Renewal of NIMPA Credit Facility with PNC Bank

Mr. Niles reported that Avant will present all documents, complete with legal review, for the credit facility renewal at next month's NIMPA Board Meeting.

As a reminder, the credit facility is set to expire in November, and NIMPA intends to renew the facility early so that it can demonstrate to the rating agencies during the upcoming bond financing transaction that the credit facility has been successfully renewed for another five years.

7. Aduit RFP

Mr. Niles provided an update on the audit RFP. As discussed in April, Forvis Mazars has audited NIMPA's financial statements for 10 years, and the board previously made a policy decision to rotate audit firms following the completion of the 2025 financial statement audit. Avant is currently preparing the RFP document and a distribution list, both of which will be shared with the board next month for approval. Mr. Niles noted a historical challenge from the 2023 audit RFP process where 10 firms were solicited, but only three responded: Forvis, Price Waterhouse (PwC), and Lauterbach & Amen.

Avant will expand the distribution list for 2026 and encouraged NIMPA members and their finance teams to forward any recommendations of firms that may be interested to Mr. Trevor Smith, Avant Controller. Mr. Smith will be leading the RFP process. This aligns with his role leading annual accounting activities and interfacing with the auditors for NIMPA.

President Holton agreed that he would contact Geneva's Financial Director to see if they can provide any recommendations to share. Other Board members will do the same.

8. Management/Operations Report: April 2026

President Holton indicated that due to feedback received, NIMPA's Management/Operations Report at the monthly meetings will be streamlined to follow the supplementary report details and the monthly management report, which have been revamped. Details will now be shared to align with written reports. Prairie State operational performance drives dollar amount numbers, so unit performance is presented first.

With Mr. Hansen out of office, Mr. Niles reviewed the April operations results:

Prairie State experienced several derate events associated with boiler deslagging and pulverizer issues, as well as a Unit 1 tube leak outage at the end of the month. As a result, actuals were a slightly less than budget.

NIMPA's share of Prairie State generated approximately 79,300 MWh for the month of April, resulting in approximately $2.79M of generation revenue in PJM.

Member delivery costs were approximately $2M.

FTR settlements were a net cost, due to pricing differences between Prairie State and member delivery locations, but again, working as intended. Generation revenue is more than the delivery costs, and the FTRs is what protects NIMPA.

RPM Auction Revenues were approximately $774,000.

On the MISO side, pseudo-tie congestion and loss charges resulted in a net cost of approximately $419,000, partially offset by ARR revenues.

Overall, combining PJM & MISO activity, NIMPA had an overall net ISO revenue of approximately $513,000. Congestion net of FTRs: Approximately $158,000 in revenue in PJM, and on the MISO side, congestion net of FTRs was approximately $280,000 cost.

Mr. Niles continued that the above concludes the management report, which covers just only results for the month of April.

Mr. Niles noted that the written supplementary report includes the addition of a YTD Operations Dashboard. He reported that the dashboard tracks seven major items that are of primary importance to members.

The written report is color coded to include:
Green = Performing better than budget
Red = Performing worse than budget

1. **Plant Output**: Very close to budget, just over at 314,000 MWh, compared to a budget of 310,000 MWh.
2. **Prairie State Revenues**: Performing significantly above budget at $4.9M higher than budget.
3. **Load Cost**: The cost to deliver power to members is approximately $386,000 higher than budget.
4. **FTR and Other Costs**: FTRs and other costs are approximately $4.2M higher than budget. Mr. Niles encouraged members viewing the report to look at the FTR line combined with the effects of the two lines prior, as the FTR positions, again, are to protect the basis difference between the price that NIMPA gets from selling Prairie State capacity at the Prairie State point in PJM and what NIMPA pays to deliver to the member cities' load points to satisfy NIMPA's delivery obligation.
5. **Net PJM Impact**: When netting the three numbers together, $300,000 ahead of budget.
6. **MISO Operations**: All MISO operations are lumped together due to limited activity and are tracking at about $399,000 higher than budget year to date.
7. **Net/Net Total**: Combined dollar wise across both PJM and MISO, NIMPA is about $663,000 ahead of budget.

Board Members agree that they appreciate the consolidation of reporting.

President Holton noted that under ideal conditions, the PJM revenue, load costs, and FTR positions are designed to balance out to a net zero sum. Mr. Niles concurred, adding the caveat that this relies on plant availability. If Prairie State experiences an outage during the month, a mismatch between revenues and costs will occur; however, if the plant operates at 100% output, the positions should function as a true net-zero structure as intended.

Mr. Niles concluded the report by stating that, having reviewed the Operations Dashboard at a high level, he would not read the remaining detailed data pages. He noted that Page 2 provides the standalone April performance versus budget, Page 3 contains the year to date data, and Page 4 details a year over year comparison of the current month against the same month from the prior year.

President Holton encouraged members to review the new report format in the coming days. He requested that members forward any suggestions or modifications to him to pass along to Avant, noting that the reporting structure can be further tailored.

9. **Operations Updates:**

Mr. Niles provided operational updates:
a. 2028/2029 BRA Schedule: Mr. Niles reported that the PJM 2028/2029 Base Residual Auction (BRA) is scheduled to take place from June 30 to July 7, with auction results expected to be posted on July 14, 2026. He reminded the Board that PJM's FERC approved capacity market price collar framework will apply to this 2028/2029 BRA auction.

Mr. Niles noted that there have been no material market developments to warrant a change to the previously discussed capacity auction strategy and indicated that NIMPA would participate consistent with that prior direction.

President Holton confirmed that the Board agreed with maintaining previous direction.

b. PJM Updates: Mr. Niles informed the board that FERC recently approved PJM's expedited interconnection track. This temporary standalone process is designed to accelerate the development of large generation projects in response to growing electricity demand and the need for additional capacity resources. While the initiative requires no direct action by NIMPA, Mr. Niles noted it is part of PJM's broader effort to address resource adequacy and reliability concerns across the region. In essence, this initiative is intended to shorten the timeline for qualifying projects to connect to the PJM system and bring new capacity resources online quickly.

In response to President Holton's inquiry regarding whether PJM is developing a permanent revision as part of its ongoing BRA redesign, Mr. Niles clarified that the expedited order is a temporary process set to sunset at the end of 2027. Mr. Niles stated he would investigate whether a permanent revised process is being planned and report back to the board.

10. General Counsel Update:
Attorney Heinemann provided two status updates:

1. **IEPA Title V Draft Permit Process:** The public comment period for the IEPA Title V draft permit process for PSGC closed on March 9, 2026, and the IEPA is currently preparing a responsiveness summary and potentially updating the draft permit. Following the IEPA's submission of its responsiveness summary, the US EPA will have a 45-day comment period to propose potential amendments. The IEPA must act by January 2027. To date, there has been no response from the IEPA.

   A discussion ensued amongst members regarding the IEPA's lack of timely response.

2. **OAG Decision & OMA Compliance:** Attorney Heinemann indicated that a decision has been issued by the Office of the Attorney General (OAG) on June 4, 2026, regarding an Open Meetings Act (OMA) challenge filed by a member of the public. All board members have received a copy of the written decision.

   To provide context on how NIMPA reached this point, he reminded the board that in 2025, NIMPA was asked by PSGC, along with all other Prairie State owners, to pass a consent resolution to approve a property transfer involving land owned by a private individual on which PSGC held an easement.

   Attorney Heinemann explained that the specific details of the transaction are no longer material but noted that asset management matters of this nature are normally decided by the PSGC Management Committee, which is the appropriate mechanism for owners to exercise operational oversight. In this instance, owners were asked to act by consent resolution because one of the owners was unable to act at the time of the Management Committee meeting.

   Attorney Heinemann further noted that NIMPA invoked the OMA power and energy exception to discuss confidential aspects of the transaction in closed session. Following that executive session, the Board took action to pass the consent resolution and subsequently made the resolution available to interested members of the public.

A member of the public subsequently challenged NIMPA's use of the OMA power and energy contract exception to discuss a plant operational matter behind closed doors. Following a review, the OAG agreed and ruled that although the property transfer and its associated dollar amounts ultimately impact the costs passed through to members via the power sales agreement, passing through costs does not fulfill the true intent of the exception, which cannot be used solely to justify closing a session to discuss general plant matters.

To comply with the OAG decision, Attorney Heinemann indicated NIMPA would undertake two primary actions:

a. **Release of audio transcript**: The OAG requested that NIMPA make available to the public the closed session audio transcript portion that addressed the matter.

b. **Future Compliance**: Moving forward, Attorney Heinemann indicated that the power and energy exception cannot be used to authorize closed meeting discussions of plant operations.

   Attorney Heinemann emphasized that while NIMPA does a good job with transparency in making financial and operational information available to the public, the OAG ruling presents an ongoing challenge. Because NIMPA is a small agency with no permanent staff and only three members, representatives cannot simply call each other to discuss what they learned at a PSGC meeting, because any discussion between two members would constitute an OMA violation.

   Mr. Allen reported that a member of the public had addressed the Batavia City Council regarding this matter during its open session meeting on Monday evening. He noted that Batavia staff has been tasked with providing a formal response to Batavia City Council detailing NIMPA's planned actions to ensure compliance in the future.

   Mr. Allen requested that the Attorney Heinemann prepare a written summary of the OAG compliance procedures discussed today to ensure that all three member cities maintain a consistent approach to eliminate any potential for misinterpretation.

   Attorney Heinemann agreed to formalize his remarks on future compliance and provide them to the Board in advance of the next meeting for formal review and authorization. Mr. Allen confirmed that Batavia would provide an interim summary to its city council in the meantime, with General Counsel's formal document to follow upon approval.

   The Board acknowledged the OAG decision and the ongoing necessity for strict OMA compliance moving forward.

   Formally authorize Avant to release the closed session audio transcript portion that addressed the matter from April 17, 2025.

MOTION:	To formally authorize Avant to release the closed session audio transcript portion that addressed the matter from April 17, 2025.
MAKER:	Steve Allen
SECOND:	Blake Toliver
	AYES: 3 (Allen, Toliver, Holton)
	NAYS: 0
	The motion passed

11. Executive Session (Litigation related to the Prairie State Generating Company; Discussion of contracts relating to the purchase, sale, or delivery of electricity from the Prairie State Project).

MOTION:	To move into Executive Session (Litigation related to the Prairie State Generating Company; Discussion of contracts relating to the purchase, sale, or delivery of electricity from the Prairie State Project) @ 11:16am
MAKER:	Blake Toliver
SECOND:	Aaron Holton
ROLL CALL:	AYES: 3 (Batavia, Rochelle, Geneva) NAYS: 0 The motion passed

Return to Regular Session at 11:22am

12. Action Items from Executive Session: None

13. Old Business: None

14. New Business: None

15. Comments: Mr. Allen notified members that the July 2026 NIMPA Board of Directors meeting will be held in Batavia. Mr. Allen is not able to attend, but Ms. Podraza will host in the Appleton Conference Room at Batavia City Hall.

Public Comment: Susan Russo of Batavia noted that Exception 23 of the Open Meetings Act (OMA) was amended in the Fall of 2025 by Public Act 104-458. Exception 23 went into effect on June 1, 2026. Ms. Russo encouraged NIMPA General Counsel to review this Public Act and what the new modifications require of closed sessions. Ms. Russo added that, “Unless the executive session discussion today meets these new OMA requirements, I ask that the Board take measures to remedy its conduct that is inconsistent with the current exceptions.”

16. Motion to adjourn:

MOTION:	To adjourn the NIMPA June 2026 Board Meeting @ 11:25am
MAKER:	Steve Allen
SECOND:	Blake Toliver
VOICE VOTE:	All in favor, motion carried

Respectfully submitted: Elizabeth Zrelak