

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF  
SOUTHWEST PUBLIC POWER AGENCY, INC.**

**January 28, 2025**

A meeting of the Board of Directors of the Southwest Public Power Agency, Inc. ("SPPA") was held on  
January 28, 2025, via Zoom Meeting.

**The following Board Members or Member alternates were present:**

Ken Robbins – ED2  
Glen Steiger – NTUA  
Brian Fickett – TOUA  
Jeff Woner - OWCD  
Heath Brown - THAT  
Robert VanHofwegen - ED8  
Michael Curtis – Town of Wickenburg  
Bill Van Allen—ED6  
Ken Stock – GRICUA

Elena Byrd – ED2  
Jim Downing - MVWCDD  
Donovan Neese - RID  
Taylor Howerter—RID  
Joe Mease – TOUA  
Ed Gerak – Ak-Chin  
Meghan Grabel – City of Safford

**Also present:**

Dennis Delaney  
Frank McRae  
Judy Spallino  
Kim Polivka

Scott Saline  
Ken Saline  
Daniel Herder

**The following SPPA Member(s) were not present:**

Buckeye Water Conservation & Drainage  
Maricopa County Municipal Water District  
Electrical District No. 4 of Pinal County  
Electrical District No. 3 of Pinal County

The meeting was called to order at 9:03 a.m. Mr. Ken Robbins chaired the meeting while Ms. Kim Polivka functioned as secretary.

**ROLL CALL**

Mr. Frank McRae called the roll of the Committee Members to ensure there was a quorum present. Quorum being established, the business of the meeting proceeded.

**3.) Discussion and possible action regarding the Apache II Solar and Battery project and associated contracts, which will be part of the SPPA PPA Project.**

Mr. Frank McRae mentioned that several files were uploaded to the SPPA.biz website. There are twelve different attachments, including various agreements between AEPCO and SPPA, project developers and AEPCO, and resale agreements between SPPA and participating members.

Attendees are encouraged to review the attachments and consult with their counsel. The board is expected to take action at the February SPPA board meeting on the contractual arrangements, and for participating members to subsequently present the to their respective member boards to move forward with the projects.

Apache II Project:  
Discussion on the Power Purchase Agreement (PPA) for the solar energy component.  
The battery component is referred to as an energy storage agreement.

Pinal County Project:  
It is now called Eloy Valley Energy Center III, LLC.  
At this stage, SPPA is presented with a subscription agreement from AEPCO for both solar and battery components.

The motion for Executive Session regarding items 3-5 on the agenda, pursuant to A.R.S. § 38-431.03 (A) (2) and (3) for discussion or consultation with the attorneys of SPPA for legal advice, and for the consideration of records exempt by law from public inspection, was called for by Mr. Glen Steiger, and seconded by Mr. Robert VanHofwegen upon taking a voice vote, the motion unanimously carried. Executive Session began at 9:08 a.m. and concluded at 10:00 am.

**6.) Any other business that may come before the meeting.**

No additional business was discussed.

**7.) Discussion of Future Agenda Items**

No additional business was discussed.

**8.) Establishment of the Date of Next SPPA Board Meeting**

The Board of Directors Management Meeting was announced for February 10, 2025.

**9.) Adjournment**

There being no further business to come before the Board, the meeting was adjourned at 10:02 p.m.

Respectfully submitted,

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Kim Polivka  
Admin/Acct Assistant

Approved: \_\_\_\_\_