

NOTICE OF COMBINED PUBLIC MEETING AND EXECUTIVE SESSION AND AGENDA OF THE BOARD OF DIRECTORS OF THE SOUTHWEST PUBLIC POWER AGENCY, INC.

Pursuant to A.R.S. § 38-431.02, **NOTICE IS HEREBY GIVEN** that a meeting of the members of the SPPA Board of Directors will be held on December 9, 2024, at the offices of Clark Hill, located at 3200 North Central Avenue, Suite 1600, Phoenix AZ 85012. **The meeting will begin at 12:00 p.m. or upon conclusion of the SPPA Pool Management Committee meeting.**

The agenda for the meeting is as follows. All agenda items are for discussion; the Board of Directors may act on any item listed on the agenda, as needed. Items may be taken up in a different order than that shown. As indicated in the agenda, the Board of Directors may vote to go into executive session to discuss certain matters. The Board of Directors may vote to hold an executive session for the purpose of obtaining legal advice from SPPA’s attorney on any matter listed on the agenda, pursuant to A.R.S. § 38-431.03(A)(3). The meeting is open to the public, except for the possible executive session(s).

| Agenda Items |
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| 1. Call to order. |
| 2. Roll call. |
| 3. Consideration and possible approval of Consent Agenda (Possible Action Item): All items on the Consent Agenda are considered to be routine matters and will be enacted by one motion of the Board of Directors. A Board Member may request removal of any item(s) or part(s) thereof without debate or vote. <ul style="list-style-type: none"> a. Minutes from prior meetings of the SPPA Board of Directors. <ul style="list-style-type: none"> i. October 14, 2024, BOD Minutes ii. October 14, 2024, Executive Session Minutes #1 and #2 iii. November 4, 2024, BOD Minutes iv. November 4, 2024, Executive Session Minutes #1 and #2 b. Ratify/approve Pool Management Committee Items |
| 4. Item(s) removed from Consent Agenda (Possible Action Item). |
| 5. Financial matters: <ul style="list-style-type: none"> a. Financial Update & Treasurer’s Report including disbursements (Possible Action Item). <ul style="list-style-type: none"> i. Balance Sheet Highlights ii. Profit & Loss Highlights iii. Deposit Report iv. Other Item(s) to Highlight b. 2025 Budget & Organizational Development Plan |
| 6. Legal/regulatory matters: <ul style="list-style-type: none"> a. FERC & ACC Proceedings, including WRAP update. |
| 7. Ongoing Activities: <ul style="list-style-type: none"> a. Update on Energy Accounting Conversion Project b. Onward/Mesquite PPA c. Updates on Financial Gas Hedging. d. AEPPO e. i. Apache II Solar/BESS PPA and development of resale agreement. The Board may vote to discuss these matters in executive session pursuant to A.R.S § 38-431.03(A) (3) and (4) for the discussion or consultation with the attorney of the public body for legal advice and to consider its position and instruct its attorneys regarding the public body’s position regarding contracts subject to negotiation. f. ii. Pinal Co Solar/BESS Subscription Agreements, including potential board approval of authority for SPPA General Manager to proceed with related matters and execute agreements as appropriate. The Board may vote to discuss these matters in executive session pursuant to A.R.S § 38-431.03(A) (3) and (4) for the discussion or consultation with the attorney of the public body for legal advice and to consider its position and instruct its attorneys regarding the public body’s position regarding contracts subject to negotiation. iii. EDAM study g. Box Canyon Solar Project (Including Voluntary Assignment(s) for 100 MW to SRP for Transfer of BA responsibilities, and transmission for BOCA). Discussion and possible action on Corporate Resolution to Obtain Credit and other Financial Services, including Resolution 2024-12-001. (Possible Action Item) The Board may vote to discuss these matters in executive session pursuant to A.R.S § 38-431.03(A) (3) and (4) for the discussion or consultation with the attorney of the public body for legal advice and to consider its position and instruct its attorneys regarding the public body’s position regarding contracts subject to negotiation. h. APS NITS Transmission Project/Service i. APPA Joint Action Agency Conference. January 13-14, 2025. Scottsdale |

Please note that this agenda may be changed prior to the scheduled meeting by modifying or deleting listed matters or adding new ones. Anyone interested in the final agenda for the meeting should contact SPPA’s management office at (480) 610-8741 twenty-four (24) hours in advance of the meeting. Pursuant to the Americans with Disabilities Act, SPPA endeavors to ensure the accessibility of its meetings to all persons with disabilities. If you need an accommodation or alternative format for a meeting, please contact SPPA’s management office at (480) 610-8741 so that an accommodation or alternative format can be made.

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| 8. Any other business that may come before the meeting. |
| 9. Discussion of future agenda items. |
| 10. Establishment of date of next SPPA Board Meeting: February 10, 2025 |
| 11. Public comment. |
| 12. Adjournment. |

*** Click to Join the Clark Hill Zoom Meeting ***

<https://clarkhill.zoom.us/j/97912909940?pwd=eXRTZk9NRjBJNElrRkM2akp5cTBkdz09> Meeting ID: 979 1290 9940
Passcode: 108989

*** Dial-in Phone Numbers ***

- +1 602 753 0140 US (Phoenix)
 - +1 346 248 7799 US (Houston)
 - +1 669 219 2599 US (San Jose)
- Find your local number: <https://clarkhill.zoom.us/u/ad2AEZPSRT>

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