

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 November 14, 2022, at the offices of Clark Hill, located at 3200 North Central Avenue, Suite 1600, Phoenix AZ 85012. The meeting will begin at 11:05 a.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 and possible action. 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 general public, except for the possible executive session(s).

| Agenda Items | Attachments |
|--|-------------------------|
| 1. Call to order. | |
| 2. Roll call. | |
| 3. Consideration and possible approval of Consent Agenda (Approval 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. a. Minutes from the following meetings of the SPPA Board of Directors. i. September 21, 2022 ii. October 10, 2022 iii. October 31, 2022 b. Minutes of Executive Sessions held during the following meetings of the SPPA Board of Directors. i. September 21, 2022 ii. October 10, 2022 iii. October 31, 2022 c. Ratification of approval items, if any, from the SPPA Pool Management Committee. | |
| 4. Item(s) removed from Consent Agenda (Possible Approval Item). | |
| 5. Financial Update and Treasurer's Report, including disbursements (Approval Item). | |
| 6. Presentation of engagement letters from Henry & Horne/Baker Tilly for preparation of audited financial statements (Possible Approval Items): a. Engagement letter for FY2021. b. Engagement letter for FY2022. | |
| 7. Executive Session (Possible Approval Item), pursuant to A.R.S. § 38-431.03 (A) (2) and (3) for discussion or consideration of records exempt by law from public inspection and discussion or consultation for legal advice with the attorney or attorneys of SPPA Matters to be discussed in the Executive Session include: a. Box Canyon Price Proposal Notice. | |
| 8. Action on matters discussed in the Executive Session (Possible Approval Item). | |
| 9. General Manager's Report. | |
| 10. Any other business that may come before the meeting. | |
| 11. Discussion of future agenda items. | |
| 12. Establishment of date of next SPPA Board Meeting. | Friday December 9, 2022 |
| 13. Public comment. | |
| 14. Adjournment. | |

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.