TEXAS MUNICIPAL POWER AGENCY

BOARD OF DIRECTORS MEETING

VIA VIDEO CONFERENCE CALL

THE PRESIDING OFFICER WILL BE IN ATTENDANCE AT, AND MEMBERS OF THE PUBLIC MAY ATTEND, THE FOLLOWING LOCATION:

CITY OF GARLAND CITY HALL
CITY COUNCIL CHAMBER
200 N. FIFTH STREET
GARLAND, TX 75040

Thursday, June 27, 2024
10:00AM

Preliminary matters:

- Call to order
- Public comments

The following matters are scheduled for discussion and for possible action:

1. Consent Agenda Items:

   A. Consider approval of meeting minutes of the February 8, 2024 Board of Directors meeting.

2. Planning & Operating Committee report relating to results of the Planning & Operating Committee meetings of March 4, 2024, May 15, 2024, and June 17, 2024.

3. Audit and Budget Committee report relating to the results of the May 29, 2024 Committee meeting.

4. FY24 Second Quarter Budget Status Report

5. FY25 Annual Budgets, including FY25 Budget Package

   A. Resolution No. 2024-6-1 adopting a Generation budget for FY25
   B. Resolution No. 2024-6-2 adopting a Mine budget for FY25
   C. Resolution No. 2024-6-3 adopting a Transmission budget for FY25

6. FY25 Budget Charges

   A. Resolution No. 2024-6-4 establishing Generation charges for FY25
   B. Resolution No. 2024-6-5 establishing Mine charges for FY25

7. Resolution No. 2024-6-14, adopting and approving an Annual Transmission System Capital Budget for the Agency for the Fiscal Year October 1, 2024 through September 30, 2025; and resolving matters incidental and related thereto.

8. Status report relating to mine reclamation and land matters

9. Status report relating to environmental and regulatory compliance matters

10. Status report relating to the TMPA transmission operations and Five-year Transmission Capital Project Status Report.

11. Resolution No. 2024-6-6, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Industrial Substation TM Bypass Project; and resolving matters incidental and related thereto.

12. Resolution No. 2024-6-7, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Relay Panel Replacement at Denton West Project; and resolving matters incidental and related thereto.

13. Resolution No. 2024-6-8, amending the FY2024 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Brand Road Pole Relocation Project; and resolving matters incidental and related thereto.

14. Resolution No. 2024-6-9, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Dansby - Upgrade Carrier Equipment Project; and resolving matters incidental and related thereto.

15. Resolution No. 2024-6-10, amending the FY2024 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Spencer Interchange Transformer Upgrade Project; and resolving matters incidental and related thereto.

16. Resolution No. 2024-6-11, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Transformer Dissolved Gas Monitor Project; and resolving matters incidental and related thereto.

17. Resolution No. 2024-6-12, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Yellow Wolf Cut-In to Gibbons Creek - Limestone Project; and resolving matters incidental and related thereto.

18. Resolution No. 2024-6-13, authorizing an extension to the terms of the Transmission Operator, Maintenance, and Construction Services Agreements with the cities of Garland and Denton; and resolving matters incidental and related thereto.

19. Discuss and give Staff direction regarding a strategic planning process.

20. Proposed Lee Street Substation Project

21. Resolution No. 2024-6-15, authorizing the sale of a 16.058-acre tract to the City of Greenville; describing the conditions and circumstances for the sale, and the public purposes that will be achieved; and resolving matters incidental and related thereto.

22. Executive session will be held pursuant to the Open Meetings Act (Chapter 551, Government Code, legal advice under Section 551.071, Government Code) for the following item:

    A. TMPA v. Gibbons Creek Environmental Redevelopment Group, LLC, Cause No. D-1-GN-22-004434, in the 126th District Court of Travis County, Texas (legal advice under Section 551.071, Government Code)

    B. Dudley v. TMPA, In the Tenth Court of Appeals, Docket No. 10-23-00422-CV (legal advice under Section 551.071, Government Code)

    In the Boards discretion, the Board may discuss and/or take action on one or more of the above executive session items in open meeting. In regard to items scheduled on this agenda for discussion and/or action in the open portion of the meeting, the Board may, in its discretion, address one or more of such items in executive session if and to the extent permitted by the Texas Open Meetings Act.

23. Future Meeting Dates

24. Adjourn

June 20, 2024

AGENDA ITEM NO. 1

SUBJECT: Consent Agenda Items

DISCUSSION: These items, since they deal with routine business, have been grouped together as consent items so that they can be approved with a single vote of the Board.

If a Board Member desires to discuss any of these items, the Board Member may so request at the meeting, and the matter will be discussed and voted on separately from the remaining consent items.

It is expected that the use of a consent agenda will streamline the decision-making process and allow the Board time to focus on more important items.

BACKUP MATERIAL:

Consent Agenda Item:

A. Meeting minutes of the February 8, 2024 Board of Directors meeting.

ACTION REQUESTED: Consideration and action on the Consent Agenda Item.

TEXAS MUNICIPAL POWER AGENCY

BOARD OF DIRECTORS MEETING

VIA VIDEO CONFERENCE CALL
LOCATION AT WHICH MEMBERS OF THE PUBLIC WERE INVITED TO ATTEND:

CITY OF GARLAND CITY HALL
CITY COUNCIL CHAMBER
200 N. FIFTH STREET
GARLAND, TX 75040

Thursday, February 8, 2024
10:30 AM

President Jefferies called the meeting to order at 10:32 AM.

The following people were present at the meeting.

Board Members:

Tom Jefferies and James Ratliff – City of Garland
Sue Ann Harting – City of Greenville
Jesse Davis and Bill Cheek – City of Denton
Kean Register and Andrew Nelson – City of Bryan
Summer Spurlock – Absent

Staff:

Daniel Meadows, Lyndi Birkhead and Susie Johnson

Others:

Carl Shahady – Tiemann, Shahady & Hamala, P.C.
Jose de la Fuente – Lloyd, Gosselink, Rochelle & Townsend, P.C.
Gary Miller and Will Smith - BTU
Antonio Puente, Jerry Fielder, Mark Zimmerer and Terry Naulty – DME
Darrell Cline, Tom Hancock, Steve Martin, and Grant Winans – GP&L
Alicia Hooks and Patricia Albrecht – GEUS
Jan Horbaczewski
Jeff Boswell

Public Comments:

Mr. Jefferies asked for comments, there were none.

1. **<u>Consent Agenda Items:</u>**

   A. **<u>Consider approval of meeting minutes of the December 14, 2023, Board of Directors meeting.</u>**

Ms. Harting moved, seconded by Mr. Cheek, approval of all consent agenda items.

Motion carried; voting as follows:

Cheek – Aye	Jefferies – Aye
Nelson – Aye	Ratliff – Aye
Spurlock – Absent	Register – Aye
Harting – Aye	Davis – Aye

2. **<u>Planning & Operating Committee report relating to results of the Planning & Operating Committee meeting of February 8, 2024</u>**

An update was provided by Mr. Cline.

3. **<u>Status report relating to the TMPA transmission operations and five-year transmission capital project plan.</u>**

An update was provided by Mr. Martin.

4. **<u>Resolution No. 2024-2-1, amending the FY2024 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Phase Two Gibbons Creek Decommission Transmission Project; and resolving matters incidental and related thereto.</u>**

An update was provided by Mr. Martin.

Mr. Ratliff moved, seconded by Mr. Nelson, approval of Resolution No. 2024-2-1.

Motion carried; voting as follows:

Cheek – Nay	Jefferies – Aye
Nelson – Aye	Ratliff – Aye
Spurlock – Absent	Register – Aye
Harting – Aye	Davis – Aye

5. **<u>Resolution No. 2024-2-2, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Shelby to Nevada Transmission Line Extension Project; and resolving matters incidental and related thereto.</u>**

An update was provided by Mr. Martin.

Ms. Harting moved, seconded by Mr. Ratliff, approval of Resolution No. 2024-2-2.

Motion carried; voting as follows:

Cheek – Aye	Jefferies – Aye
Nelson – Aye	Ratliff – Aye
Spurlock – Absent	Register – Aye
Harting – Aye	Davis – Aye

6. Status report relating to mine reclamation and land matters.

An update was provided by Mr. Horbaczewski.

7. Status report relating to environmental and regulatory compliance matters.

An update was provided by Mr. Meadows.

8. FY24 First Quarter Budget Status Report

An update was provided by Mrs. Birkhead.

9. FY25 Budget Plan

An update was provided by Mrs. Birkhead.

10. Resolution No. 2024-2-3, relating to the annual review of the Agency's Investment Policy; and resolving matters incidental and related thereto.

Mr. Cheek moved, seconded by Ms. Harting, approval of Resolution No. 2024-2-3.

Motion carried; voting as follows:

Cheek – Aye	Jefferies – Aye
Nelson – Aye	Ratliff – Aye
Spurlock – Absent	Register – Aye
Harting – Aye	Davis – Aye

11. Executive Session.

Mr. Jefferies announced that the Board would convene in executive session pursuant to Sections 551.071 and 551.072 Government Code. 551.072.

The open session was recessed, and the executive session was called to order by Mr. Jefferies at 10:59 AM.

The open session resumed at 11:45 AM.

Mr. Nelson made a motion to authorize mediation within the parameters discussed in Executive Session. Seconded by Mr. Ratliff.

Motion carried; voting as follows:

Cheek – Aye	Jefferies – Aye
Nelson – Aye	Ratliff – Aye
Spurlock – Absent	Register – Aye
Harting – Aye	Davis – Aye

12. Future Meeting Dates.

By general consensus of the Board, the next Board meeting is tentatively set for June 13, 2024.

13. Adjourn

By general consensus of the Board, the meeting adjourned at 11:48 AM.

June 20, 2024

AGENDA ITEM NO. 2

SUBJECT: Planning & Operating Committee report relating to results of the Planning & Operating Committee meetings of March 4, 2024, May 15, 2024, and June 17, 2024.

DISCUSSION: The P&O Committee Chair will present major discussion topics and action items taken at the March 4, 2024, May 15, 2024, and June 17, 2024 meetings.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Darrell Cline
6/20/2024

June 20, 2024

AGENDA ITEM NO. 3

SUBJECT: Audit and Budget Committee report relating to the results of the ABC Committee Meeting on May 29, 2024.

DISCUSSION: The Audit and Budget Committee Chair will present major discussion topics and action items taken at the May 29, 2024 meeting.

BACKUP MATERIAL: Audit and Budget Committee meeting package can be viewed on the Board's secure website in the May 29, 2024 Committee Meeting folder.

ACTION REQUESTED: None

Summer Spurlock
5/29/2024

June 20, 2024

AGENDA ITEM NO. 4

SUBJECT: FY24 Second Quarter Budget Status Report

DISCUSSION: This report, along with the attachments, provides a comparison of actual cost performance to budgets (approved 6/8/23) for each business unit of TMPA as of the end of Q2, as well as year-end projections. The year-end projections are summarized as follows:

GENERATION – Projection to Year-end (in thousands)				
Cost Type	**Approved Budget**	**Projection**	**(Under) / Over**	**Percentage Change**
Fixed Costs - Non-Debt	$506	$332	($174)	(34.4%)
Other Revenues Excluding City Billings	($15)	($30)	($15)	(105.6%)
Total Budget Variance			**($189)**	**(38.5%)**

MINE – Projection to Year-end (in thousands)				
Cost Type	**Approved Budget**	**Projection**	**(Under) / Over**	**Percentage Change**
Fixed Costs - Non-Debt	$735	$703	($32)	(4.4%)
Other Revenues Excluding City Billings	($23)	($50)	($27)	(118.9%)
Total Budget Variance			**($59)**	**(8.3%)**

TRANSMISSION – Projection to Year-end (in thousands)				
Cost Type	**Approved Budget**	**Projection**	**(Under) / Over**	**Percentage Change**
Fixed Costs - Non-Debt	$6,835	$8,201	$1,365	20.0%
Fixed Costs - Debt	$18,224	$16,662	($1,562)	(8.6%)
Other Revenues	($34,649)	($36,683)	($2,035)	(5.9%)
Total Budget Variance			**($2,231)**	**(23.3%)**
Debt Service Coverage	1.25X	2.16X		Exceeds requirement

A&G costs are projected to be under budget ($245K) primarily due to reduced labor charges and reduced insurance premiums for general coverage.

Generation Division - Total Costs are projected to be under budget by $189K in FY24.

1. Labor & Benefits are $140K lower as Daniel now charges all of his time to A&G, which in turn gets allocated among the three divisions.

Mine Division - Total Costs are projected to be under budget by $59K in FY24.

1. Labor & Benefits are $26K lower as Daniel now charges all of his time to A&G, which in turn gets allocated among the three divisions.
2. Mine Maintenance is $70K higher as the Acid Seep Project is now complete and therefore, all remaining maintenance is being charged to O&M.
3. Legal Services are $41K lower as the need for legal counsel continues to reduce as mine activity wraps up.
4. Interest Income is $27K higher as interest rates have risen over the last year.

Transmission Division - Total Costs are projected to be under budget by $2.2M in FY24.

1. Bank Charges are $36K lower due to favorable commitment fees under the existing short-term Note Program.
2. Contractor Maintenance is $590K higher due to unforeseen Jack Creek T1 bushing repairs and Gibbons Creek T2 maintenance, as well as the institution of an equipment painting program.
3. Consulting Services are $60K higher due to work on compliance matters related to Dansby and Bryan East substations.
4. Other Fixed Costs – Non-Debt are $951K higher due to planned purchases of materials needed for timely maintenance and repair of equipment versus waiting to order materials on demand and facing long lead and outage times.
5. Debt Service - Bonds are $1.7M lower as the budget anticipated a bond issuance in FY24 that should not be necessary until FY25. Capital spending and the remaining capacity of the Note Program continue to be monitored closely.
6. Revolving Notes Interest is $109K higher as interest rates have risen over the last year.
7. Transmission System Revenue is $1.8M higher as the 2023 Average 4CP was much higher than estimated.
8. Interest Income is $254K higher as interest rates have risen over the last year.

NOTE: There is no FY24 charge to the Member Cities for the Transmission division since revenues exceed expenses.

BACKUP MATERIAL: Attachment A: Generation FY24 Q2 Rate Sheet
Attachment B: Mine FY24 Q2 Rate Sheet
Attachment C: Transmission FY24 Q2 Rate Sheet

ACTION REQUESTED: None

Lyndi Birkhead
6/11/2024

ATTACHMENT A

Generation

FY24 Q2 Key Budget Driver Rate Sheet

FY24 Approved Budget Compared to YTD March Actual and to Year-end Projection

	FY24 Budget Approved 6/8/23 YTD March	FY24 Actual YTD March	(Under) Over Budget	Percentage Change	FY24 Budget Approved 6/8/23	FY24 Year-end Projection as of March	(Under) Over Budget	Percentage Change
Fixed Costs								
L01 Labor & Benefits	78,537	54,013	(24,524)	-31.2%	193,671	54,013	(139,658)	-72.1%
S02 Consulting Services	56,500	41,501	(14,999)	-26.5%	85,000	85,000	-	0.0%
S04 Legal Services	30,000	25,404	(4,596)	-15.3%	60,000	60,000	-	0.0%
Other Fixed Costs - Non-Debt	4,452	149	(4,302)	-96.6%	8,803	8,803	-	0.0%
Allocation of A&G	75,389	54,636	(20,753)	-27.5%	158,743	124,386	(34,357)	-21.6%
TOTAL FIXED COSTS	**$ 244,877**	**$ 175,823**	**$ (69,054)**	**-28.2%**	**$ 506,217**	**$ 332,322**	**$ (173,895)**	**-34.4%**
Other Revenues								
I73 Interest Income	(7,300)	(14,130)	(6,830)	-93.6%	(14,595)	(30,000)	(15,405)	-105.6%
TOTAL OTHER REVENUES	**$ (7,300)**	**$ (14,130)**	**$ (6,830)**	**-93.6%**	**$ (14,595)**	**$ (30,000)**	**$ (15,405)**	**-105.6%**
TOTAL COSTS	**$ 237,577**	**$ 161,693**	**$ (75,884)**	**-31.9%**	**$ 491,623**	**$ 302,322**	**$ (189,301)**	**-38.5%**

	Budget Approved in FY23**	Actual Spent in FY23	Actual Spent in FY24 as of 3/31/24	Reserved Balance as of 3/31/24***
APA Legal Costs*	500,000	116,565	26,417	357,018

** Expenses, up to the approved $500K, do NOT impact the FY24 budget and are NOT included in the analysis above.*

*** In FY23, $500K was budgeted specifically for legal costs related to the Asset Purchase Agreement litigation.*

**** TMPA will retain funds until (i) funds are exhausted or (ii) litigation is settled (any remaining funds will be reimbursed to the Cities).*

Mine

ATTACHMENT B

FY24 Q2 Key Budget Driver Rate Sheet

FY24 Approved Budget Compared to YTD March Actual and to Year-end Projection

	FY24 Budget Approved 6/8/23 YTD December	FY24 Actual YTD March	(Under) Over Budget	Percentage Change	FY24 Budget Approved 6/8/23	FY24 Year-end Projection as of March	(Under) Over Budget	Percentage Change
Fixed Costs								
L01 Labor & Benefits	18,124	10,240	(7,884)	-43.5%	36,248	10,240	(26,008)	-71.7%
M44 Mine Maintenance	87,500	95,048	7,548	8.6%	165,000	235,000	70,000	42.4%
R51 Contractor Maintenance	17,500	20,262	2,762	15.8%	35,000	35,000	-	0.0%
S02 Consulting Services	82,500	77,391	(5,109)	-6.2%	165,000	155,000	(10,000)	-6.1%
S04 Legal Services	32,500	11,557	(20,943)	-64.4%	65,000	24,000	(41,000)	-63.1%
Other Fixed Costs - Non-Debt	17,555	28,151	10,596	60.4%	20,295	26,424	6,129	30.2%
Allocation of A&G	117,989	93,684	(24,305)	-20.6%	248,444	217,200	(31,244)	-12.6%
TOTAL FIXED COSTS	**$ 373,668**	**$ 336,334**	**$ (37,334)**	**-10.0%**	**$ 734,987**	**$ 702,864**	**$ (32,122)**	**-4.4%**
Other Revenues								
I76 Interest Income	(11,425)	(24,673)	(13,249)	-116.0%	(22,842)	(50,000)	(27,158)	-118.9%
TOTAL OTHER REVENUES	**$ (11,425)**	**$ (24,673)**	**$ (13,249)**	**-116.0%**	**$ (22,842)**	**$ (50,000)**	**$ (27,158)**	**-118.9%**
TOTAL COSTS	**$ 362,243**	**$ 311,661**	**$ (50,582)**	**-14.0%**	**$ 712,145**	**$ 652,864**	**$ (59,281)**	**-8.3%**

Transmission

FY24 Q2 Key Budget Driver Rate Sheet

FY24 Approved Budget Compared to YTD March Actual and to Year-end Projection

	FY24 Budget Approved 6/8/23 YTD March	FY24 Actual YTD March	(Under) Over Budget	Percentage Change	FY24 Budget Approved 6/8/23	FY24 Year-end Projection as of March	(Under) Over Budget	Percentage Change
Fixed Costs								
L01 Labor & Benefits	318,561	342,046	23,485	7.4%	674,299	674,299	-	0.0%
R06 Bank Charges	52,500	29,211	(23,289)	-44.4%	120,500	85,000	(35,500)	-29.5%
R41 Property Insurance	298,805	295,656	(3,149)	-1.1%	597,609	597,609	-	0.0%
R51 Contractor Maintenance	792,228	916,932	124,704	15.7%	1,534,000	2,123,800	589,800	38.4%
S02 Consulting Services	-	24,386	24,386	-100.0%	-	60,000	60,000	-100.0%
S04 Legal Services	77,500	47,509	(29,991)	-38.7%	190,000	170,000	(20,000)	-10.5%
Other Fixed Costs - Non-Debt	726,064	724,718	(1,345)	-0.2%	1,408,451	2,359,223	950,772	67.5%
Allocation of A&G	1,097,306	925,071	(172,235)	-15.7%	2,310,537	2,130,789	(179,748)	-7.8%
Subtotal Fixed Costs - Non-Debt	**$ 3,362,962**	**$ 3,305,529**	**$ (57,434)**	**-1.7%**	**$ 6,835,396**	**$ 8,200,720**	**$ 1,365,324**	**20.0%**
R57-R58 Debt Service - Bonds	6,122,926	5,884,219	(238,707)	-3.9%	13,439,108	11,768,155	(1,670,953)	-12.4%
R55 Revolving Notes Interest	645,354	695,792	50,439	7.8%	1,290,706	1,400,000	109,294	8.5%
R62 Debt Coverage Payment	1,747,084	1,747,084	-	0.0%	3,494,168	3,494,168	-	0.0%
Subtotal Fixed Costs - Debt	**$ 8,515,364**	**$ 8,327,095**	**$ (188,269)**	**-2.2%**	**$ 18,223,983**	**$ 16,662,323**	**$ (1,561,660)**	**-8.6%**
TOTAL FIXED COSTS	**$ 11,878,326**	**$ 11,632,623**	**$ (245,703)**	**-2.1%**	**$ 25,059,379**	**$ 24,863,043**	**$ (196,336)**	**-0.8%**
Other Revenues								
I50 Transmission System Revenue	(16,870,351)	(16,721,234)	149,117	0.9%	(33,907,736)	(35,686,760)	(1,779,024)	-5.2%
I70-I75 Interest Income	(304,400)	(474,270)	(169,869)	-55.8%	(646,608)	(900,671)	(254,063)	-39.3%
Other Revenue	(6,784)	(10,195)	(3,411)	-50.3%	(94,318)	(95,852)	(1,534)	-1.6%
TOTAL OTHER REVENUES	**$ (17,181,535)**	**$ (17,205,699)**	**$ (24,164)**	**-0.1%**	**$ (34,648,662)**	**$ (36,683,283)**	**$ (2,034,621)**	**-5.9%**
TOTAL COSTS / (REVENUES)	**$ (5,303,210)**	**$ (5,573,076)**	**$ (269,866)**	**5.1%**	**$ (9,589,283)**	**$ (11,820,240)**	**$ (2,230,957)**	**-23.3%**

June 20, 2024

AGENDA ITEM NO. 5

SUBJECT: FY25 Annual Budgets, including FY25 Budget Package

DISCUSSION: Staff has prepared the FY25 Budget Package for the Board's review and approval. Please refer to the attached FY25 Budget Package for more information.

The package was reviewed with the Financial Working Group on 4/17, the P&O Committee on 5/15, and the Audit & Budget Committee (ABC) on 5/29. The ABC recommended approval of the FY25 budget as presented to them on 5/29.

BACKUP MATERIAL: FY25 Budget Package

ACTION REQUESTED: Consideration and action on:
Resolution No 2024-6-1 adopting a Generation budget for FY25
Resolution No 2024-6-2 adopting a Mine budget for FY25
Resolution No 2024-6-3 adopting a Transmission budget for FY25

There are a number of other agenda items related to the budget of which approval will be requested. They are:

1) FY25 Generation Charges – Agenda Item No. 6
2) FY25 Mine Charges – Agenda Item No. 6
3) FY25 Transmission System Capital Plan – Agenda Item No. 7

Lyndi Birkhead
6/11/2024

TEXAS MUNICIPAL POWER AGENCY

FY25 BUDGET PACKAGE

For Years FY25-34

Prepared by

TMPA Staff

June 2024

TEXAS MUNICIPAL POWER AGENCY
FY25 BUDGET PACKAGE

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TEXAS MUNICIPAL POWER AGENCY
FY25 BUDGET PACKAGE

EXECUTIVE SUMMARY & KEY BUDGET ASSUMPTIONS

The primary goals of the TMPA budget process continue to be reducing costs in accordance with the business plans of our Member Cities, while maintaining the reliability of the transmission system, wrapping up matters related to the mine land, and overseeing the demolition and remediation activities in accordance with the Asset Purchase Agreement (APA) with Gibbons Creek Environmental Redevelopment Group (GCERG), all while achieving a compliant and safe working environment.

Staff prepared the attached budgets based on discussions at the February 2024 P&O and Board meetings. Below is more detail on each business unit of TMPA:

- Generation – The remaining Generation function, after the sale of the plant in February 2021, is overseeing the demolition and remediation activities in accordance with the APA with GCERG. The Agency's General Manager oversees this activity as well any additional environmental and compliance issues related to the prior plant site.

- Transmission – It is assumed that the transmission business will remain with TMPA for the foreseeable future, being managed as it is currently with Garland Power & Light (GP&L) and Denton Municipal Electric (DME) under Transmission Operation, Maintenance, and Construction Services Agreements. Operating agreements with Bryan and Greenville are also under consideration. The Transmission business continues to be a profitable division for TMPA.

- Mine – The majority of the mine land was sold in December 2021. All mine areas, with the exception of the acid seeps and the mine reclamation shop area (72 acres), have received full bond release from the Railroad Commission of Texas. Continued work on the acid seep area is handled by the Agency's General Manager, in coordination with consulting by Jan Horbaczewski as needed.

- A&G – The AP/Document Control Specialist plans to retire by the end of FY25. At that time, her duties will shift to the Executive Administrator. Remaining A&G employees will be retained until TMPA "dissolves" (CFO/Director of Finance & Support Services, Senior Accountant, Executive Administrator, and IT Specialist).

Below is the TMPA headcount chart:

	TMPA Headcount		
RA	**Department**	**FY25**	**FY26-33**
1B	General Manager	1	1
2C	Finance & Document Control	3	2
3B	IT	1	1
3E	Executive Administrator	1	1
		6	**5**

Included in the budgets are estimates for employee retention bonuses and severance packages, as applicable. Retiree medical/dental benefits are assumed to remain in effect until TMPA "dissolves".

GENERATION

GENERATION STRATEGY & KEY BUDGET ASSUMPTIONS

The primary function of the Generation business is to oversee matters related to the regulatory closure of Gibbons Creek Steam Electric Station (GCSES) in accordance with the Asset Purchase Agreement (APA) with GCERG and the subsequent post-closure requirements from the Texas Commission on Environmental Quality (TCEQ).

Key Budget Assumptions

1) This function includes ensuring GCERG's performance of the remediation. In accordance with the APA, a professional engineer was contracted in FY21 to serve as the Environmental Designee to monitor and oversee the remediation by GCERG.

   The completion date of the physical remediation of Gibbons Creek is projected to be in the summer of 2024. However, the final Regulatory Closure will likely not be obtained until sometime in FY25. After closure is obtained, TMPA and the Environmental Designee will continue to oversee the post-closure care and maintenance requirements established by the TCEQ. The post-closure period is expected to be 30 years.

2) The APA contains a provision pertaining to the cost of the Preliminary Regulatory Closure of Site F Landfill. It states that if the actual costs incurred by GCERG to close Site F Landfill are less than the $13.6 million estimate, TMPA will receive the difference at the end of the remediation project. At the time of the FY25 budget development, TMPA has filed suit against GCERG over this matter. Legal expenses were budgeted for this purpose in FY23 and retained by TMPA thereafter. TMPA will utilize these funds to pay for these litigation costs. No additional legal expenses related to this matter will be budgeted in FY25.

   The amount or timeline related to the return of funds to TMPA for Site F Closure Costs under $13.6 million are not known at this time. Due to the uncertainty of resolution, no revenue projection is included in the FY25 budget.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget - Generation

	FY24 Approved Budget	FY25 Projection	(Under) Over Budget	% Change	Explanation Reference*
FIXED COSTS					
L01 Labor & Benefits	193,671	-	(193,671)	-100.0%	1
S02 Consulting Services	85,000	85,000	-	0.0%	
S04 Legal Services	60,000	60,000	-	0.0%	
Other Fixed Costs	8,803	2,500	(6,303)	-71.6%	
Allocation of A&G	158,743	56,791	(101,952)	-64.2%	2
TOTAL FIXED COSTS	**$ 506,217**	**$ 204,291**	**$ (301,926)**	**-59.6%**	
OTHER REVENUES					
Interest Income	(14,595)	(7,152)	7,443	51.0%	
TOTAL OTHER REVENUES	**$ (14,595)**	**$ (7,152)**	**$ 7,443**	**51.0%**	
TOTAL COSTS	**$ 491,622**	**$ 197,139**	**$ (294,483)**	**-59.9%**	

* Explanations are provided for changes over $25K AND 5%.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget – Generation

Fixed Costs

1) Labor & Benefits reduced to zero as the budget for Daniel Meadows, General Manager, is now charged to A&G, which in turn is allocated among the three divisions.

2) Allocation of A&G decreased because (a) overall A&G decreased as staff continues to decrease support costs, and (b) Generation activities continue to wrap-up post sale.

TEXAS MUNICIPAL POWER AGENCY
FY25-34 Generation Budget Pro Forma

	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32	FY33	FY34	FY25-34 Total
FIXED COSTS											
S02 Consulting Services	85,000	46,125	26,266	26,922	27,595	28,285	28,992	29,717	30,460	31,221	360,583
S04 Legal Services	60,000	25,625	26,266	26,922	27,595	28,285	28,992	29,717	30,460	31,221	315,083
Other Fixed Costs	2,500	2,564	2,626	2,691	2,760	2,829	2,900	2,971	3,046	3,122	28,009
Allocation of A&G	56,791	27,976	21,007	22,663	23,084	24,695	25,049	25,968	26,343	27,309	280,884
TOTAL FIXED COSTS	**$ 204,291**	**$ 102,290**	**$ 76,165**	**$ 79,198**	**$ 81,034**	**$ 84,094**	**$ 85,933**	**$ 88,373**	**$ 90,309**	**$ 92,873**	**$ 984,559**
OTHER REVENUES											
Interest Income	(7,152)	(3,267)	(2,533)	(2,741)	(2,864)	(3,147)	(3,258)	(3,455)	(3,561)	(3,761)	(35,740)
TOTAL OTHER REVENUES	**$ (7,152)**	**$ (3,267)**	**$ (2,533)**	**$ (2,741)**	**$ (2,864)**	**$ (3,147)**	**$ (3,258)**	**$ (3,455)**	**$ (3,561)**	**$ (3,761)**	**$ (35,740)**
TOTAL COSTS	**$ 197,139**	**$ 99,023**	**$ 73,632**	**$ 76,458**	**$ 78,170**	**$ 80,947**	**$ 82,675**	**$ 84,918**	**$ 86,748**	**$ 89,112**	**$ 948,820**
Monthly Charge	**$ 16,428**	**$ 8,252**	**$ 6,136**	**$ 6,371**	**$ 6,514**	**$ 6,746**	**$ 6,890**	**$ 7,077**	**$ 7,229**	**$ 7,426**	

TRANSMISSION

TRANSMISSION STRATEGY & KEY BUDGET ASSUMPTIONS

TMPA's transmission system will continue to be maintained for safety, reliability, and operational compliance requirements.

GP&L and DME, in collaboration with the other Member Cities, and TMPA staff will continue to monitor for new projects required for system reliability. These will be assessed project-by-project to determine if it is better for the project to be pursued by TMPA or a Member City.

GP&L and DME will continue to provide transmission operator, maintenance, compliance, and construction services under their agreements with TMPA. Currently, Denton only charges incremental, third-party costs under its contract. However, this contract is in the process of being amended to include direct DME labor. Operating agreements with Bryan and Greenville are also under consideration.

The Transmission business continues to be a profitable division for TMPA. The Member Cities can decide to acquire the transmission assets at any time. The Cities currently wish to have the assets remain with TMPA for the foreseeable future.

Key Budget Assumptions

1) Identified the Transmission Capital Plan needed for safe, compliant, and reliable operations.
2) TMPA currently has a Note Program with PNC Bank for $60M in capacity ($27.9M currently outstanding) with the purpose of funding the Transmission Capital Plan. This Program expires in November 2024, and Staff is currently working on a renewal or similar Program with another bank.
3) For budgeting purposes, a fix-out of a portion of the Notes into long-term bonds is assumed in FY25 and again in FY27. Fix-outs become necessary when a significant amount of short-term, Note-funded assets are placed in service and/or when the Agency is nearing capacity of the Notes.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget - Transmission

	FY24 Approved Budget	FY25 Projection	(Under) Over Budget	% Change	Explanation Reference*
FIXED COSTS					
L01 Labor & Benefits	674,300	706,574	32,274	4.8%	
R06 Bank Charges	120,500	159,500	39,000	32.4%	1
R41 Insurance Premiums	597,609	685,660	88,051	14.7%	2
R51 Contractor Maintenance	1,534,000	2,014,100	480,100	31.3%	3
S04 Legal Services	190,000	190,000	-	0.0%	
Other Fixed Costs	1,408,451	2,148,197	739,746	52.5%	4
Allocation of A&G	2,310,537	2,273,199	(37,338)	-1.6%	
Subtotal Fixed Costs - Non-Debt	**$ 6,835,397**	**$ 8,177,230**	**$ 1,341,833**	19.6%	
R57-R58 Debt Service - Bonds	13,439,108	13,183,807	(255,301)	-1.9%	
R55 Interest on Short-term Notes	1,290,707	1,503,463	212,756	16.5%	5
I62 Debt Coverage Payment (DCP)	3,494,168	3,427,790	(66,378)	-1.9%	
Subtotal Fixed Costs - Debt	**$ 18,223,983**	**$ 18,115,060**	**$ (108,924)**	-0.6%	
TOTAL FIXED COSTS	**$ 25,059,380**	**$ 26,292,289**	**$ 1,232,909**	**4.9%**	
OTHER REVENUES					
I50 Transmission System Revenue	(33,907,736)	$ (34,925,265)	(1,017,529)	-3.0%	
Interest Income	(646,608)	$ (714,289)	(67,681)	-10.5%	6
Other Revenue	(94,318)	(102,750)	(8,432)	-8.9%	
TOTAL OTHER REVENUES	**$ (34,648,662)**	**$ (35,742,304)**	**$ (1,093,642)**	**-3.2%**	
TOTAL COSTS / (REVENUE)	**$ (9,589,282)**	**$ (9,450,015)**	**$ 139,267**	**1.5%**	

* Explanations are provided for changes over $25K AND 5%.

Fixed Costs – Non-Debt

1) Bank Charges increased as an issuance of bonds is expected in FY25.

2) Insurance Premiums increased as the property premium is expected to increase slightly in August 2024.

3) Contractor Maintenance increased because of (a) the institution of an equipment painting program and (b) increased maintenance costs in the Denton area.

4) Other Fixed Costs increased because of (a) planned purchases of materials needed for timely maintenance and repair of equipment versus waiting to order materials on demand and facing long lead and outage times, (b) the purchase of a skid steer tractor for use at the TMPA warehouse, and (c) increased overhead costs.

Fixed Costs – Debt

5) Interest on Short-term Notes increased as the balance of Notes outstanding continues to increase. An issuance of bonds is budgeted in mid-FY25 which will reduce the Notes outstanding balance, thus reducing interest costs on the Notes thereafter.

Other Revenues

6) Interest Income increased as interest rates have continued to rise.

TEXAS MUNICIPAL POWER AGENCY
FY25-34 Transmission Budget Pro Forma

	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32	FY33	FY34	FY25-34 Total
FIXED COSTS											
L01 Labor & Benefits	706,574	734,536	763,611	793,840	825,270	857,950	891,929	927,258	963,991	1,002,185	8,467,143
R06 Bank Charges	159,500	132,738	167,575	139,457	176,058	146,516	184,972	153,934	194,335	161,728	1,616,813
R41 Insurance Premiums	685,660	702,802	720,372	738,381	756,841	775,761	795,156	815,034	835,411	856,296	7,681,714
R51 Contractor Maintenance	2,014,100	2,064,453	2,116,063	2,168,966	2,223,190	2,278,768	2,335,739	2,394,131	2,453,985	2,515,335	22,564,729
S04 Legal Services	190,000	143,500	199,617	150,765	209,725	158,396	220,342	166,415	231,496	174,841	1,845,097
Other Fixed Costs	2,148,197	2,201,902	2,256,949	2,108,374	2,161,083	2,215,109	2,270,488	2,327,249	2,385,431	2,445,066	22,519,848
Allocation of A&G	2,273,199	2,251,162	2,370,493	2,445,236	2,530,294	2,674,258	2,755,959	2,823,022	2,909,384	2,980,383	26,013,391
Subtotal Fixed Costs - Non-Debt	**$ 8,177,230**	**$ 8,231,093**	**$ 8,594,681**	**$ 8,545,018**	**$ 8,882,461**	**$ 9,106,758**	**$ 9,454,584**	**$ 9,607,044**	**$ 9,974,033**	**$ 10,135,835**	**$ 90,708,736**
R57-R58 Debt Service - Bonds	13,183,807	14,299,006	15,514,647	16,631,642	16,628,012	16,627,609	16,630,129	16,634,859	16,636,384	16,630,335	159,416,430
R55 Interest on Short-term Notes	1,503,463	1,508,527	1,445,358	1,365,904	1,744,350	2,146,597	2,408,306	2,541,294	2,674,281	2,807,269	20,145,346
I62 Debt Coverage Payment (DCP)	3,427,790	3,717,742	4,033,808	4,324,227	4,323,283	4,323,178	4,323,834	4,325,063	4,325,460	4,323,887	41,448,272
Subtotal Fixed Costs - Debt	**$ 18,115,060**	**$ 19,525,275**	**$ 20,993,813**	**$ 22,321,773**	**$ 22,695,645**	**$ 23,097,384**	**$ 23,362,269**	**$ 23,501,216**	**$ 23,636,125**	**$ 23,761,491**	**$ 221,010,048**
TOTAL FIXED COSTS	**$ 26,292,289**	**$ 27,756,368**	**$ 29,588,493**	**$ 30,866,791**	**$ 31,578,105**	**$ 32,204,142**	**$ 32,816,853**	**$ 33,108,260**	**$ 33,610,158**	**$ 33,897,325**	**$ 311,718,784**
OTHER REVENUES											
Transmission System Revenue	(34,925,265)	(35,449,144)	(35,980,881)	(36,520,594)	(37,068,403)	(37,624,429)	(38,188,796)	(38,761,628)	(39,343,052)	(39,933,198)	(373,795,390)
Interest Income	(714,289)	(656,490)	(704,693)	(749,672)	(793,561)	(846,689)	(889,922)	(933,069)	(976,308)	(1,019,452)	(8,284,145)
Other Revenue	(102,750)	(105,319)	(107,952)	(110,650)	(113,417)	(116,253)	(119,159)	(122,137)	(125,191)	(128,321)	(1,151,149)
TOTAL OTHER REVENUES	**$ (35,742,304)**	**$ (36,210,953)**	**$ (36,793,526)**	**$ (37,380,916)**	**$ (37,975,382)**	**$ (38,587,371)**	**$ (39,197,877)**	**$ (39,816,834)**	**$ (40,444,551)**	**$ (41,080,971)**	**$ (383,230,685)**
TOTAL COSTS / (REVENUE)	**$ (9,450,015)**	**$ (8,454,585)**	**$ (7,205,033)**	**$ (6,514,125)**	**$ (6,397,277)**	**$ (6,383,230)**	**$ (6,381,024)**	**$ (6,708,574)**	**$ (6,834,392)**	**$ (7,183,646)**	**$ (71,511,900)**
Monthly Charge	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	

TEXAS MUNICIPAL POWER AGENCY
FY25-34 Transmission Capital Plan

NEW DEBT FUNDED TRANSMISSION PROJECTS	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32	FY33	FY34	10-YEAR TOTALS
DME											
T24001 Brazos Interconnection at Denton West Interchange	2,280,400										2,280,400
Industrial Substation Bypass	**174,900**										**174,900**
Spencer Interchange to Pockrus T-line Reconstruction				**5,690,000**	**1,600,000**						**7,290,000**
Denton West Auto Transformer					**6,000,000**	**6,200,000**					**12,200,000**
Denton West Panel 8090 Replacement	**96,800**										**96,800**
West Loop 288 - West Denton to Fort Worth T-line relocation for New ROW	**1,200,000**	**2,100,000**									**3,300,000**
West Loop 288 - Masch Branch to North Denton T-line Relocation for New ROW	**1,200,000**	**2,100,000**									**3,300,000**
East Loop 288 and Hwy 380 TML Reroute		**1,500,000**	**800,000**								**2,300,000**
GP&L											
T20004 Ben Davis Breaker Replacement Project	1,300,000										1,300,000
T21005 Pruitt 138kV Terminal Addition (Pink Solar Termination & Line)	1,000,000	2,000,000	250,000								3,250,000
T22003 Steep Hollow to Dansby - Rebuild Transmission Leaning Structures	16,701,000										16,701,000
T22004 GNIN to Pruitt New Line & Station (Makalu Solar)	2,000,000	2,000,000	8,100,000								12,100,000
T22005 Rayburn Country 138kV POI	75,000										75,000
T24003 Shelby to Nevada Transmission Line Extension	2,000,000										2,000,000
Buffalo Prairie Storage (150 MW)	**2,000,000**	**4,000,000**	**4,200,000**								**10,200,000**
Lavon Storage (250 MW)			**8,500,000**	**1,000,000**							**9,500,000**
Dansby - Upgrade Carrier Equipment	**285,000**										**285,000**
Transformer Dissolved Gas Monitor	**108,750**										**108,750**
Yellow Wolf Cut-in to Gibbons Creek-Limestone	**100,000**										**100,000**
Misc. capital projects, failed equipment, modifications, instrument transformer replacements	**1,000,000**	**1,000,000**	**1,000,000**								**3,000,000**
TOTAL DEBT FUNDING REQUIREMENT	**$31,521,850**	**$14,700,000**	**$22,850,000**	**$ 6,690,000**	**$ 7,600,000**	**$ 6,200,000**	**$ -**	**$ -**	**$ -**	**$ -**	**$89,561,850**

***Does not yet have Board approval**

*Projects to be reimbursed by TXDOT

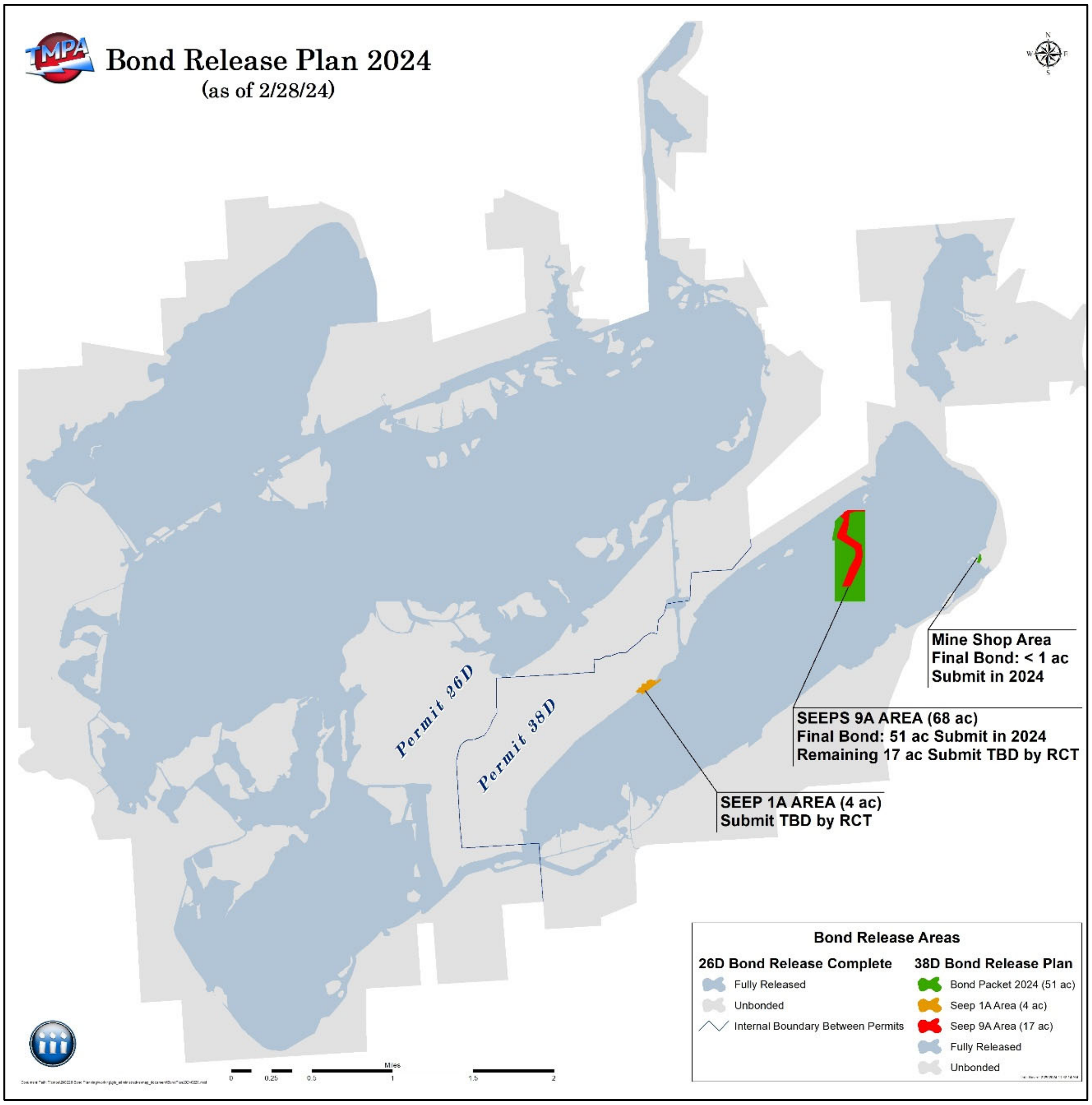
MINE

MINE STRATEGY & KEY BUDGET ASSUMPTIONS

Bond Release

TMPA's plan for the release of reclamation bonds on the Gibbons Creek Lignite Mine property is depicted in Figure 1. A bond release application for the areas depicted in green is being prepared for submittal in the spring of 2024. The areas depicted in red (Seep 9A), and orange (Seep 1A) are being monitored, and a date for submittal remains to be determined with the Railroad Commission.

Figure 1 – Plan for Final Bond Release (as of 02/28/24)



The status of bond release is summarized in Table 1. Items shown in the table in green have been completed; items in red remain to be submitted. All areas in Permit 26D have been released, and the Railroad Commission formally closed the permit on 11/15/23. There are 72 acres remaining to be released in the Permit 38D area consisting of the Seep 1A Area (4 acres), Seep 9A Area (68 acres), and the Mine Reclamation Shop Area (less than 1 acre).

Table 1 – Plan and Status of Final Bond Release (as of 2/28/24)

Bond Release applications	TMPA property (acres)	Leased property (acres)	Total (acres)	Status
Total Released in Permits 26D and 38D	7,132 acres (99.0% of former TMPA property)	1,608 acres (100% of leased property)	8,740 acres (99.2% of total)	Released
38D – Seep 9A sides slopes (51 acres) + Mine Reclamation Shop (< 1 acre)	51	0	51	Submit 2024
38D – Seep 9A bottom (17 acres) + Seep 1A (4 acres)	21	0	21	Submit – TBD
TOTAL (both permits)	**7,204 (TMPA property)**	**1,608 (Leased property)**	**8,812 (Total bonded)**	

Seep 9A and Mine Reclamation Shop Bond Release

TMPA completed construction work at Seep 9A in the summer of 2023 and will complete the planting of permanent vegetation in the spring of 2024.

The next step is bond release. Preliminary discussions with Railroad Commission Staff have indicated that the side slopes at Seep 9A (51 acres), much of which has already been released from Phase I (a release of 60% of the bonding money), are eligible for final bond release (the remaining 40%). The bond release application is being prepared for submittal in the spring of 2024. It will also include the Mine Reclamation Shop area (less than 1 acre). If the Railroad Commission approves this application before 10/1/26, TMPA will be able to recover $347K (51 acres x $6,802 per acre) from the escrow account established when the mine was sold in 2021.

This will leave 17 acres of the flat bottom of the Seep 9A drainage still under full bond. TMPA will continue monitoring the quality of the seep water, which is now underground, and discuss the results with Railroad Commission Staff in the summer of 2024 to determine a suitable time to apply for final bond release on this area.

Seep 1A Bond Release

TMPA completed construction work at Seep 1A in the summer of 2023 and will complete the planting of permanent vegetation in the spring of 2024. TMPA will continue monitoring the quality of the seep water, which is being discharged from the wetland that is in the last of three stages of mitigation. TMPA will discuss the results with Railroad Commission Staff in the summer of 2024 to determine a suitable time to apply for final bond release of the 4 acres on this area.

Land Ownership

The Pond SP-50 property (723 acres) is still owned by TMPA. It was not part of the mine sale on 12/22/21 because it is physically separate from the rest of the mine and because Pond SP-50 is classified by TCEQ as a “High Hazard” structure owing to its potential to cause damage downstream if breached. This area was released from the mine reclamation bond on 9/20/22. It is therefore now completely unencumbered by any reclamation liabilities.

TMPA received authorization from the Board to hire a real-estate broker to sell this property in June 2022 (Resolution No. 2022-6-1). For a while, the market was soft, but it is firming up (spring of 2024), and TMPA has relisted the property.

Budget for the Mine Business Unit

With the closure of Permit 26D in November 2023, TMPA is only concerned with the remaining bonded land in Permit 38D. Parts of this area consist of Seeps 1A and 9A, which may be subject to monitoring for an extended period. The FY25 Mine budget pro forma provides a budget out to FY29 assuming all regulatory requirements have been satisfied and all bonding has been released. This covers potential expenses associated with sampling of seeps, groundwater monitoring wells, and wastewater discharges from Pond SP-20, monthly Railroad Commission inspections, annual mine reclamation bonding renewals, annual mine permit fees, and associated reporting.

The budget continues to reflect the reduced workload for the mine reclamation contractor. The mine reclamation contractor will be working with a reduced labor force to manage essential activities such as erosion repair and vegetation maintenance in the remaining bonded areas.

Since the area that requires mine reclamation bonding has been significantly reduced, TMPA decided to start collateralizing the bonds with cash instead of Letters of Credit in FY23. This has resulted in much lower expenses. A cash bond of $1.6 million was filed with the Commission on 2/7/23 and will be reduced as mine reclamation bonds are released.

Following the sale of the mine property in December 2021, the mine business unit has reduced its scope, staffing, and budget. It has no full-time employees; Daniel Meadows provides partial support as the General Manager, and Jan Horbaczewski provides partial support as a consultant.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget - Mine

	FY24 Approved Budget	FY25 Projection	(Under) Over Budget	% Change	Explanation Reference*
FIXED COSTS					
L01 Labor & Benefits	36,248	-	(36,248)	-100.0%	1
M44 Mine Maintenance	165,000	180,000	15,000	9.1%	
R51 Contractor Maintenance	35,000	35,000	-	0.0%	
S02 Consulting Services	165,000	165,000	-	0.0%	
S04 Legal Services	65,000	60,000	(5,000)	-7.7%	
Other Fixed Costs	20,295	20,630	335	1.7%	
Allocation of A&G	248,444	177,354	(71,090)	-28.6%	2
TOTAL FIXED COSTS	**$ 734,987**	**$ 637,984**	**$ (97,003)**	**-13.2%**	
OTHER REVENUES					
Interest Income	(22,842)	(22,335)	507	2.2%	
TOTAL OTHER REVENUES	**$ (22,842)**	**$ (22,335)**	**$ 507**	**2.2%**	
TOTAL COSTS	**$ 712,145**	**$ 615,649**	**$ (96,496)**	**-13.6%**	

* Explanations are provided for changes over $25K AND 5%.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget – Mine

Fixed Costs

1) Labor & Benefits reduced to zero as the budget for Daniel Meadows, General Manager, is now charged to A&G, which in turn is allocated among the three divisions.

2) Allocation of A&G decreased because (a) overall A&G decreased as staff continues to decrease support costs, and (b) more A&G was allocated to Transmission.

TEXAS MUNICIPAL POWER AGENCY
FY25-34 Mine Budget Pro Forma

	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32	FY33	FY34	FY25-34 Total
FIXED COSTS											
M44 Mine Maintenance	180,000	123,000	63,038	64,612	66,228	-	-	-	-	-	496,878
R51 Contractor Maintenance	35,000	35,875	36,772	37,691	38,633	-	-	-	-	-	183,971
S02 Consulting Services	165,000	138,375	110,314	53,842	55,190	-	-	-	-	-	522,721
S04 Legal Services	60,000	61,500	42,026	43,076	22,076	-	-	-	-	-	228,678
Other Fixed Costs	20,630	21,146	21,675	22,216	21,558	-	-	-	-	-	107,225
Allocation of A&G	177,354	143,013	104,287	88,768	81,135	-	-	-	-	-	594,557
TOTAL FIXED COSTS	**$ 637,984**	**$ 522,909**	**$ 378,112**	**$ 310,205**	**$ 284,820**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 2,134,030**
OTHER REVENUES*											
Interest Income	(22,335)	(16,702)	(12,577)	(10,735)	(10,066)	-	-	-	-	-	(72,415)
TOTAL OTHER REVENUES*	**$ (22,335)**	**$ (16,702)**	**$ (12,577)**	**$ (10,735)**	**$ (10,066)**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ (72,415)**
TOTAL COSTS	**$ 615,649**	**$ 506,207**	**$ 365,535**	**$ 299,470**	**$ 274,754**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 2,061,614**
Monthly Charge	**$ 51,304**	**$ 42,184**	**$ 30,461**	**$ 24,956**	**$ 22,896**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	

Supplemental Information

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget - A&G

	FY24 Approved Budget	FY25 Projection	(Under) Over Budget	% Change	Explanation Reference*
FIXED COSTS					
L01 Labor & Benefits	1,286,420	1,277,006	(9,414)	-0.7%	
R06 Bank Charges	5,500	500	(5,000)	-90.9%	
R27 Maintenance Agreements	25,650	25,650	-	0.0%	
R41 Insurance Premiums	764,439	595,486	(168,953)	-22.1%	1
S02 Consulting Services	222,145	230,705	8,560	3.9%	
S04 Legal Services	32,375	39,375	7,000	21.6%	
Other Fixed Costs	381,196	338,623	(42,573)	-11.2%	2
TOTAL FIXED COSTS	**$ 2,717,725**	**$ 2,507,344**	**$ (210,381)**	**-7.7%**	
TOTAL COSTS	**$ 2,717,725**	**$ 2,507,344**	**$ (210,381)**	**-7.7%**	

* Explanations are provided for changes over $25K AND 5%.

TEXAS MUNICIPAL POWER AGENCY
Comparison to FY24's Approved Budget – A&G

Fixed Costs

1) Insurance Premiums decreased primarily due to cyber coverage coming in less than budgeted in FY24.

2) Other Fixed Costs decreased as staff continues to reduce support costs where possible.

TEXAS MUNICIPAL POWER AGENCY
FY25-34 A&G Budget Pro Forma

	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32	FY33	FY34	FY25-34 Total
FIXED COSTS											
L01 Labor & Benefits	1,277,006	1,169,041	1,204,112	1,240,235	1,277,443	1,315,766	1,355,239	1,395,896	1,437,773	1,480,906	13,153,416
R06 Bank Charges	500	513	525	538	552	566	580	594	609	624	5,601
R27 Maintenance Agreements	25,650	26,291	26,948	27,623	28,313	29,020	29,746	30,490	31,252	32,034	287,367
R41 Insurance Premiums	595,486	610,374	625,634	641,273	657,304	673,737	690,580	707,846	725,542	743,681	6,671,457
S02 Consulting Services	230,705	229,299	242,384	240,906	254,654	253,102	267,547	265,915	281,091	279,377	2,544,980
S04 Legal Services	39,375	40,359	41,368	42,403	43,463	44,549	45,662	46,804	47,975	49,174	441,132
Other Fixed Costs	338,623	346,274	354,816	363,689	372,784	382,213	391,654	401,446	411,485	421,896	3,784,880
TOTAL FIXED COSTS	**$ 2,507,344**	**$ 2,422,151**	**$ 2,495,787**	**$ 2,556,667**	**$ 2,634,513**	**$ 2,698,953**	**$ 2,781,008**	**$ 2,848,991**	**$ 2,935,727**	**$ 3,007,692**	**$ 26,888,832**
TOTAL COSTS	**$ 2,507,344**	**$ 2,422,151**	**$ 2,495,787**	**$ 2,556,667**	**$ 2,634,513**	**$ 2,698,953**	**$ 2,781,008**	**$ 2,848,991**	**$ 2,935,727**	**$ 3,007,692**	**$ 26,888,832**

RESOLUTION NO. 2024-6-1

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ADOPTING AND APPROVING AN ANNUAL BUDGET FOR THE GENERATION BUSINESS FOR THE FISCAL YEAR OCTOBER 1, 2024 THROUGH SEPTEMBER 30, 2025; APPROPRIATING FUNDS THEREFORE; PROVIDING FOR SAID BUDGET ADMINISTRATION; PROVIDING FOR SEVERABILITY; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, an Annual Generation Budget for the Fiscal Year October 1, 2024 through September 30, 2025 has been prepared by the General Manager, as reflected in the FY25 column of page 6 of the attached FY25 Budget Package;

WHEREAS, after full and final consideration it is the opinion of this Board that the said Annual Generation Budget should be adopted and approved, and funds appropriated therefore;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That this Board of Directors of the Agency adopts and approves the Annual Generation Budget for the Fiscal Year October 1, 2024 through September 30, 2025, and further appropriates the funds therefore, subject to the provisions of the Rules & Regulations and General Policy of the Agency;

3. That the costs of the Fiscal Year 2025 Generation Budget shall be allocated to the Member Cities based on their ownership shares in the Generation Assets, such allocation to be calculated as provided in the Joint Operating Agreement;

4. That the General Manager shall be responsible for administering the Fiscal Year 2025 Annual Generation Budget and all funds appropriated thereunder, subject to the provisions of the Rules & Regulations and General Policy of the Agency;

5. That should any portion of this Resolution or the Fiscal Year 2025 Annual Generation Budget be declared invalid, the invalidity of that portion shall not affect the remainder of this Resolution or the Annual Generation Budget, which shall remain valid;

6. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ____________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

RESOLUTION NO. 2024-6-2

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ADOPTING AND APPROVING AN ANNUAL BUDGET FOR THE MINE BUSINESS FOR THE FISCAL YEAR OCTOBER 1, 2024 THROUGH SEPTEMBER 30, 2025; APPROPRIATING FUNDS THEREFORE; PROVIDING FOR SAID BUDGET ADMINISTRATION; PROVIDING FOR SEVERABILITY; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, an Annual Mine Budget for the Fiscal Year October 1, 2024 through September 30, 2025 has been prepared by the General Manager, as reflected in the FY25 column of page 19 of the attached FY25 Budget Package;

WHEREAS, after full and final consideration it is the opinion of this Board that the said Annual Mine Budget should be adopted and approved, and funds appropriated therefore;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That this Board of Directors of the Agency adopts and approves the Annual Mine Budget for the Fiscal Year October 1, 2024 through September 30, 2025, and further appropriates the funds therefore subject to the provisions of the Rules & Regulations and General Policy of the Agency;

3. That the General Manager shall be responsible for administering the Fiscal Year 2025 Annual Mine Budget and all funds appropriated thereunder, subject to the provisions of the Rules & Regulations and General Policy of the Agency;

4. That should any portion of this Resolution or the Fiscal Year 2025 Annual Mine Budget be declared invalid, the invalidity of that portion shall not affect the remainder of this Resolution or the Annual Mine Budget, which shall remain valid;

5. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ____________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

RESOLUTION NO. 2024-6-3

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ADOPTING AND APPROVING AN ANNUAL BUDGET FOR THE TRANSMISSION BUSINESS FOR THE FISCAL YEAR OCTOBER 1, 2024 THROUGH SEPTEMBER 30, 2025; APPROPRIATING FUNDS THEREFORE; PROVIDING FOR SAID BUDGET ADMINISTRATION; PROVIDING FOR SEVERABILITY; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, an Annual Transmission Budget for the Fiscal Year October 1, 2024 through September 30, 2025 has been prepared by the General Manager, as reflected in the FY25 column of page 11 of the attached FY25 Budget Package;

WHEREAS, after full and final consideration it is the opinion of this Board that the said Annual Transmission Budget should be adopted and approved, and funds appropriated therefore;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That this Board of Directors of the Agency adopts and approves the Annual Transmission Budget for the Fiscal Year October 1, 2024 through September 30, 2025, and further appropriates the funds therefore subject to the provisions of the Rules & Regulations and General Policy of the Agency;

3. That the General Manager shall be responsible for administering the Fiscal Year 2025 Annual Transmission Budget and all funds appropriated thereunder, subject to the provisions of the Rules & Regulations and General Policy of the Agency;

4. That should any portion of this Resolution or the Fiscal Year 2025 Annual Transmission Budget be declared invalid, the invalidity of that portion shall not affect the remainder of this Resolution or the Annual Transmission Budget, which shall remain valid;

5. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ____________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

June 20, 2024

AGENDA ITEM NO. 6

SUBJECT: FY25 Budget Charges

Resolution No. 2024-6-4, establishing charges for the Generation business; designating an effective date for the charges; authorizing and directing that written notice be mailed to the Member Cities setting forth the charges; and resolving matters incidental and related thereto.

Resolution No. 2024-6-5, establishing charges for the Mine business; designating an effective date for the charges; authorizing and directing that written notice be mailed to the Member Cities setting forth the charges; and resolving matters incidental and related thereto.

DISCUSSION: The purpose of this item is to request that the Board adopt charges for the Generation Business and Mine Business consistent with the FY25 Budget for each business. The new charges will go into effect on October 1, 2024. No charges are proposed for the Transmission Business because Transmission revenues are projected to be sufficient to pay for the annual costs of the Transmission business.

BACKUP MATERIAL: Written Notice to Member Cities

ACTION REQUESTED: Consideration and action on:
Resolution No 2024-6-4 establishing Generation charges for FY25
Resolution No 2024-6-5 establishing Mine charges for FY25

Lyndi Birkhead
6/11/2024

SERVING THE CITIES OF BRYAN, DENTON, GARLAND & GREENVILLE

June 20, 2024

City of __________________
ATTN: Utility Director

Re: TMPA Rate Adjustment

Dear ______________:

On June 27, 2024, the Texas Municipal Power Agency's Board of Directors adopted new charges to recover the generation costs associated with fiscal year 2025. The new charges are effective on October 1, 2024 and will be effective for fiscal year 2025. A copy of the resolution is enclosed herein.

The new generation charge is, in the aggregate for all Cities, **$16,428/month**, which shall be allocated among the Cities in accordance with the Joint Operating Agreement.

A copy of this notice has been mailed simultaneously to each Member City.

Sincerely,

____
Daniel Meadows
General Manager

TEXAS MUNICIPAL POWER AGENCY P.O. BOX 7000 BRYAN, TEXAS 77805-7000 (936) 873-2013

RESOLUTION NO. 2024-6-4

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ESTABLISHING CHARGES FOR THE GENERATION BUSINESS; DESIGNATING AN EFFECTIVE DATE FOR THE CHARGES, AUTHORIZING AND DIRECTING THAT WRITTEN NOTICE BE MAILED TO THE MEMBER CITIES SETTING FORTH THE CHARGES; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, pursuant to Section 2.6.1.2 of the Joint Operating Agreement between the Agency and the Cities of Bryan, Denton, Garland, and Greenville (the "Member Cities"), the Agency is empowered to set charges to recover the costs of the Generation business;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the Schedule of Charges attached hereto as Exhibit "A" is adopted and approved as the charges for the Generation business;

3. That the effective date for the charges hereby adopted shall be October 1, 2024, and such charges shall be effective for Fiscal Year 2025;

4. That it is expressly found that the charges approved herein are non-discriminatory, fair, reasonable, based upon the costs of the Generation Business, and adequate to pay or make provision for paying the costs of the Generation Business;

5. That the General Manager of the Agency is authorized and directed to simultaneously mail, on behalf of the Agency, notices to the Member Cities setting out the charges;

6. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

SCHEDULE OF RATES AND CHARGES

1. Commencing on October 1, 2024, the Cities shall pay, in the aggregate, a monthly Generation charge of $16,428. The charge shall be payable on the twenty-fifth of the said month.

2. The charges shall be allocated to the Member Cities on the following basis:

Bryan	21.24%
Denton	21.45%
Garland	47.30%
Greenville	10.01%

EXHIBIT "A" TO RESOLUTION NO. 2024-6-4

SERVING THE CITIES OF BRYAN, DENTON, GARLAND & GREENVILLE

June 20, 2024

City of _________________
ATTN: Utility Director

Re: TMPA Rate Adjustment

Dear _____________:

On June 27, 2024, the Texas Municipal Power Agency's Board of Directors adopted new charges to recover the mine costs associated with fiscal year 2025. The new charges are effective on October 1, 2024 and will be effective for fiscal year 2025. A copy of the resolution is enclosed herein.

The new mine charge is, in the aggregate for all Cities, **$51,304/month**, which shall be allocated among the Cities in accordance with the Joint Operating Agreement.

A copy of this notice has been mailed simultaneously to each Member City.

Sincerely,

____
Daniel Meadows
General Manager

TEXAS MUNICIPAL POWER AGENCY P.O. BOX 7000 BRYAN, TEXAS 77805-7000 (936) 873-2013

RESOLUTION NO. 2024-6-5

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ESTABLISHING CHARGES FOR THE MINE BUSINESS; DESIGNATING AN EFFECTIVE DATE FOR THE CHARGES, AUTHORIZING AND DIRECTING THAT WRITTEN NOTICE BE MAILED TO THE MEMBER CITIES SETTING FORTH THE CHARGES; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, pursuant to Section 2.6.1.2 of the Joint Operating Agreement between the Agency and the Cities of Bryan, Denton, Garland, and Greenville (the "Member Cities"), the Agency is empowered to set charges to recover the costs of the Mine business;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the Schedule of Charges attached hereto as Exhibit "A" is adopted and approved as the charges for the Mine business;

3. That the effective date for the charges hereby adopted shall be October 1, 2024, and such charges shall be effective for Fiscal Year 2025;

4. That it is expressly found that the charges approved herein are non-discriminatory, fair, reasonable, based upon the costs of the Mine business, and adequate to pay or make provision for paying the costs of the Mine business;

5. That the General Manager of the Agency is authorized and directed to simultaneously mail, on behalf of the Agency, notices to the Member Cities setting out the charges;

6. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

SCHEDULE OF RATES AND CHARGES

1. Commencing on October 1, 2024, the Cities shall pay, in the aggregate, a monthly Mine charge of $51,304. The charge shall be payable on the twenty-fifth of the said month.

2. The charge shall be allocated to the Member Cities on the following basis:

Bryan	21.7%
Denton	21.3%
Garland	47.0%
Greenville	10.0%

EXHIBIT "A" TO RESOLUTION NO. 2024-6-5

June 20, 2024

AGENDA ITEM NO. 7

SUBJECT: Resolution No. 2024-6-14, adopting and approving an Annual Transmission System Capital Budget for the Agency for the Fiscal Year October 1, 2024 through September 30, 2025; and resolving matters incidental and related thereto.

DISCUSSION: This Resolution adopts the FY25 Annual Transmission System Capital Budget.

BACKUP MATERIAL: None

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-14.

Lyndi Birkhead
6/11/2024

RESOLUTION NO. 2024-6-14

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ADOPTING AND APPROVING A TRANSMISSION SYSTEM CAPITAL PLAN FOR THE FISCAL YEARS BEGINNING OCTOBER 1, 2024 AND ENDING SEPTEMBER 30, 2034 INCLUSIVE, ADOPTING AND APPROVING THE FIRST YEAR THEREOF AS THE ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET FOR THE FISCAL YEAR OCTOBER 1, 2024 THROUGH SEPTEMBER 30, 2025, APPROPRIATING FUNDS AND PROVIDING FOR ADMINISTRATION OF THE ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, pursuant to Article VI, Section 7, of the Rules & Regulations, the City of Garland, as Transmission Operator of the Agency, has prepared a Transmission System Capital Plan for the Fiscal Years beginning October 1, 2024 and ending September 30, 2034, inclusive, with the first year thereof designated the Annual Transmission System Capital Budget, as reflected on page 12 of the attached FY25 Budget Package;

WHEREAS, after full and final consideration, it is the opinion of this Board that the said Transmission Capital Plan should be adopted and approved; and

WHEREAS, it is further the opinion of this Board that the first year of the Transmission Capital Plan should be adopted as the Annual Transmission System Capital Budget for Fiscal Year 2025 and funds appropriated therefore;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That this Board of Directors of the Agency adopts and approves the Transmission Capital Plan for the Fiscal Years beginning October 1, 2024 and ending September 30, 2034, inclusive;

2. That this Board of Directors of the Agency adopts and approves the first year of the Transmission Capital Plan as the Annual Transmission System Capital Budget for the Fiscal Year October 1, 2024 through September 30, 2025, and further appropriates the funds therefore subject to the provisions of the Rules & Regulations and General Policy of the Agency;

4. That should any portion of this Resolution, the Fiscal Year 2025 Annual Transmission System Capital Budget, or the Transmission Capital Plan be declared invalid, the invalidity of that portion shall not affect the remainder of this Resolution, Annual Transmission System Capital Budget, or Transmission Capital Plan, which shall remain valid;

5. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27th DAY OF JUNE 2024.

Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST:

Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

June 20, 2024

AGENDA ITEM NO. 8

SUBJECT: Status report relating to mine reclamation and land matters.

DISCUSSION:

Bond Release in Permit 38D

TMPA is preparing the next bond release application for approximately 44 acres of the side-slopes in the Seep 9A area, for submittal in June 2024 (Figures 1 and 2). If the bond release is approved before 10/1/26, it would trigger release of $299K from the mine sale escrow account (44 ac x $6,802/ac).

Figure 1 – Area proposed for final bond release – mowed slopes on both sides of drainage
(view southwest, 05/28/24)

Figure 2 – Area proposed for final bond release – mowed area between red-topped marker and fence to the right
(view north, 05/28/24)

The remaining bonded areas after this bond release will consist of 24 acres in the Seep 9A drainage bottom area and 4 acres at Seep 1A.

Seep 9A Drainage Bottom Area (24 acres)

Mitigation work in the Seep 9A drainage bottom area was completed in the 2022 and 2023 summer seasons. Vegetation is flourishing with the rainfall since January (Figures 3 and 4).

Figure 3 – Seep 9A – Revegetation of the drainage bottom area
(view south, 05/28/24)

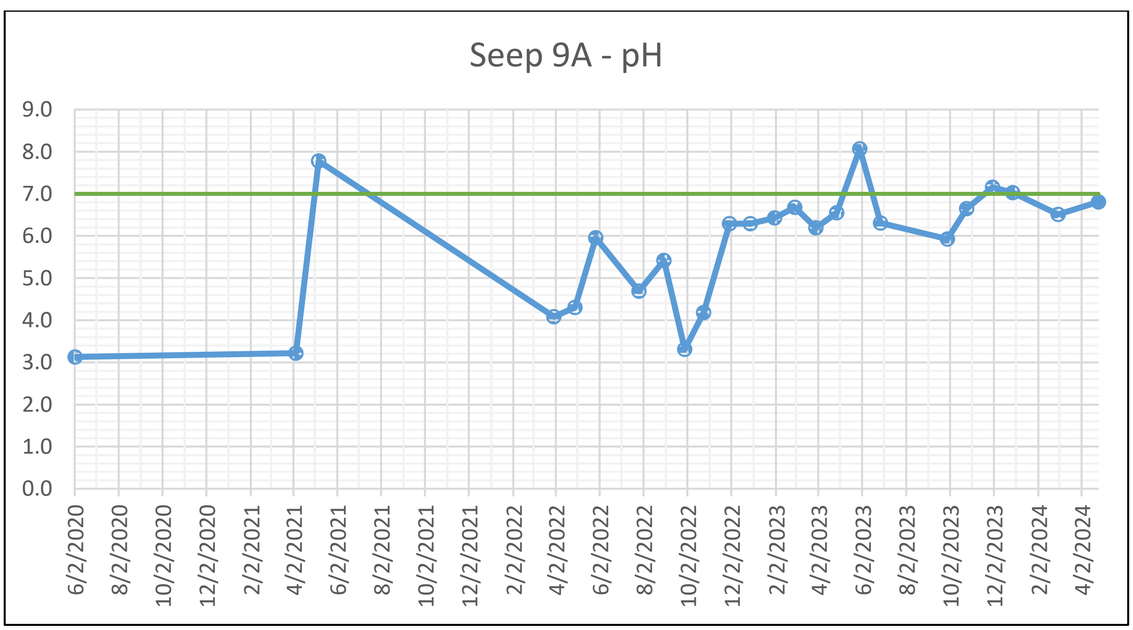
Figure 4 – Seep 9A – Revegetation of the drainage bottom area
(view south, 05/28/24)

By the same token, the heavy rains (totaling 33.3 inches since the beginning of the year), have caused some erosion at the bottom end of the Seep 9A drainage (Figure 5). This area will be repaired as soon as it has dried.

Figure 5 – Seep 9A – Erosion at lower end of drainage
(view south, 05/28/24)

Preliminary results of the treated water at Seep 9A are encouraging with pH values appearing to stabilize above pH 6.0 (pH 7.0, depicted by green line, is the target) (Figure 6). TMPA will continue monitoring to acquire sufficient data in support of full bond release.

Figure 6 – Seep 9A – pH values at lower end of drainage



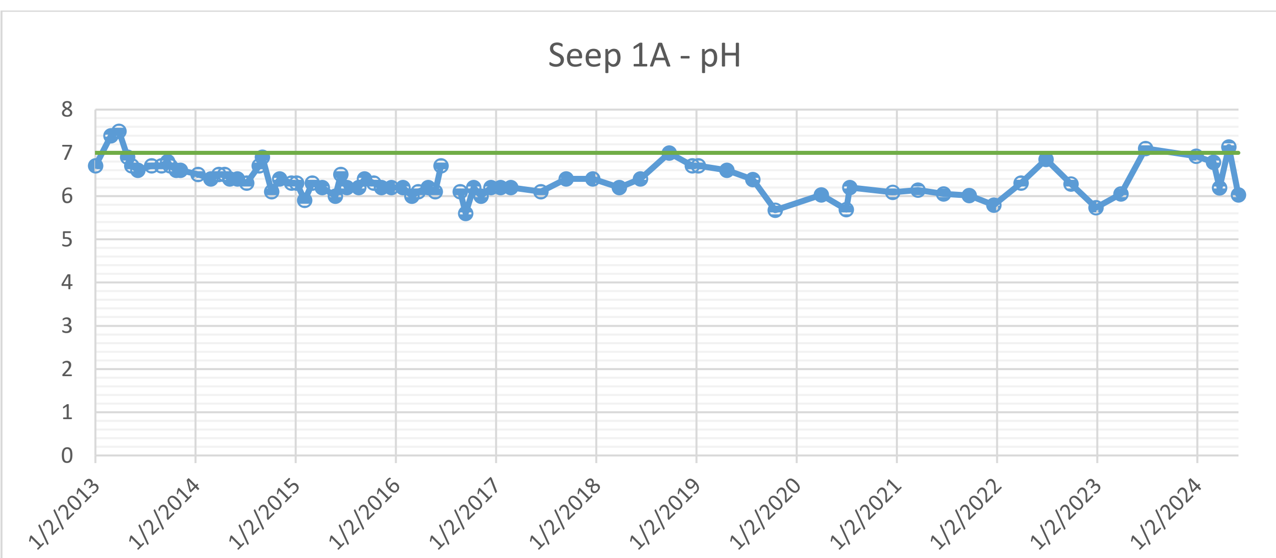
Seep 1A Area (4 acres)

The Seep 1A mitigation project was completed over the period August-November 2023. Cattails in the reclaimed area have started greening up (Figure 7).

Figure 7 – Seep 1A – V-notch weir at discharge
(view northeast, 05/28/24)

Preliminary results of the treated water discharging through the V-notch weir are encouraging with pH values near neutrality – pH 7.0 (Figure 8). As with Seep 9A, TMPA will continue monitoring to acquire sufficient data in support of full bond release.

Figure 8 – Seep 1A – pH values at V-notch weir



Sale of Pond SP-50 Property (723 acres)

The real estate broker (Republic Ranches) is continuing to show the Pond SP-50 property, which is looking its best with the recent rains.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Jan K. Horbaczewski
06/3/24

June 20, 2024

AGENDA ITEM NO. 9

SUBJECT: Status report relating to environmental and regulatory compliance matters

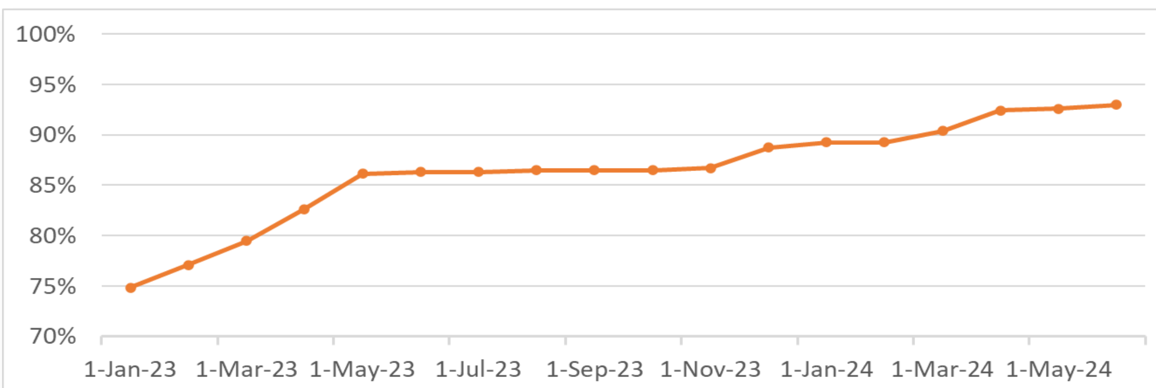
DISCUSSION: On February 10, 2021, the sale of GCSES and Gibbons Creek Reservoir to Gibbons Creek Environmental Redevelopment Group, LLC (GCERG) was finalized.

Remediation and Demolition of Gibbons Creek

The physical work at Site A and Site F Landfills is now projected by GCERG to be complete in July 2024.

TMPA estimates that the project is 93% complete, including final administrative and regulatory tasks. Figure 1 shows the completion progress since January 2023 as calculated by TMPA.

Figure 1 – Completion Percentage from January 2023 to Present



Performance to Schedule and Escrow Payments

The Escrow Balance is currently at $3.3 million (see Column C in Figure 2 below). A requirement in the APA prevents the Escrow Balance from decreasing below $2.85 million until TMPA certifies that all post-closure bonds are in place as required by the APA. Therefore, GCERG is only eligible to receive an additional $0.45 million from now until they receive the final escrow payment which will likely be in late-2024 or 2025. Column C-1 shows the Escrow releases each period. No Escrow payments were made in the months shaded in orange.

Financial Assessment – Total Security Available

In late March 2024 due to the regulatory completion of the Plant Shutdown & Decommissioning portion of the overall project, TMPA agreed to reduce the bond by $3,942,000 as required by the APA.

Each month, TMPA evaluates the balance of the Escrow Fund and the Regulatory Closure Bonds (collectively known as the Total Security Available) as compared to the Remaining Closure Cost Estimate (Column F in Figure 2). The current determination is that the Total Security Available (Column G) is $32.1 million greater than the Remaining Closure Costs.

Figure 2 - Total Security Available and Remaining Closure Cost Estimate

A	B	C	C-1	D	E	F	G
Month	Period Ending	Escrow Amount Balance	Escrow Amount Released This Period	Regulatory Closure Bond Amount	**Total Security Available**	**Remaining Closure Cost Estimate** (based on Regulatory Closure Bond; est by TMPA)	Difference (Total Security - Remaining Closure Costs)
24	10-Feb-23	7,553,915	-	36,500,000	**44,053,915**	**12,400,000**	31,653,915
25	10-Mar-23	6,714,377	839,588	36,500,000	**43,214,377**	**11,100,000**	32,114,377
26	10-Apr-23	5,874,847	839,588	36,500,000	**42,374,847**	**9,400,000**	32,974,847
27	10-May-23	5,035,303	839,588	36,500,000	**41,535,303**	**7,500,000**	34,035,303
28	10-Jun-23	5,035,338	-	36,500,000	**41,535,338**	**7,400,000**	34,135,338
29	10-Jul-23	4,195,791	839,588	36,500,000	**40,695,791**	**7,400,000**	33,295,791
30	10-Aug-23	4,195,821	-	36,500,000	**40,695,821**	**7,300,000**	33,395,821
31	10-Sep-23	4,195,858	-	36,500,000	**40,695,858**	**7,300,000**	33,395,858
32	10-Oct-23	4,195,888	-	36,500,000	**40,695,888**	**7,300,000**	33,395,888
33	10-Nov-23	4,195,923	-	36,500,000	**40,695,923**	**7,200,000**	33,495,923
34	10-Dec-23	4,195,957	-	36,500,000	**40,695,957**	**6,100,000**	34,595,957
35	10-Jan-24	3,747,991	448,000	36,500,000	**40,247,991**	**5,800,000**	34,447,991
36	10-Feb-24	3,748,025	-	36,500,000	**40,248,025**	**5,800,000**	34,448,025
37	10-Mar-24	3,746,557	-	36,500,000	**40,246,557**	**5,200,000**	35,046,557
38	10-Apr-24	3,298,587	448,000	32,558,000	**35,856,587**	**4,100,000**	31,756,587
39	10-May-24	3,298,617	-	32,558,000	**35,856,617**	**4,000,000**	31,856,617
40	10-Jun-24	3,298,645	-	32,558,000	**35,856,645**	**3,800,000**	32,056,645

Regulatory Closure Update and Post-Closure

GCERG has had difficulty obtaining regulatory closure with the Texas Commission on Environmental Quality (TCEQ) to date. At this time, there is no indication that GCERG is close to obtaining Regulatory Closure on any part of the project. Until TCEQ makes a closure declaration in writing, along with requirements for post-closure care, the Regulatory Closure Bonds and Escrow retention (10%) will remain in effect.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Daniel Meadows
6/4/2024

June 20, 2024

AGENDA ITEM NO. 10

SUBJECT: Status report relating to the TMPA Transmission Operations and Five-year Transmission Capital Project Status Report.

DISCUSSION: The purpose of this agenda item is to provide two routine reports to the Board.

BACKUP MATERIAL: 1) Transmission Operations Status Report
2) Five-year Transmission Capital Project Status Report

ACTION REQUESTED: None

Steve Martin
5/24/2024

TRANSMISSION OPERATIONS STATUS REPORT

MAY 24, 2024

Outage Summary:
During the months of January, February, March, and April 2024, TMPA had 16 planned outages on the 345kV system, 12 planned outages on the 138kV system and 0 planned outages on the 69kV system. There were 4 forced extensions on the 345kV system, 5 on the138kV and three on the 69kV system. There were no unplanned outages on the 345kV, 138kV, or 69kV system.

The forced extensions were mainly due to additional repairs, parts or testing delays.

Personnel Summary:
Every TMPA operator is NERC-certified and current with all continuing education requirements.

Steve Martin
Matt Carter
05/24/2024

TMPA Transmission Operations Report 2024

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	2024 Total
Planned Outages													
345 Kv	0	9	6	1									**16**
138 Kv	1	7	3	1									**12**
69 Kv	0	0	0	0									**0**
Devices requested													**28**
Un-Planned Outages													
345 Kv	0	0	0	0									**0**
138 Kv	0	0	0	0									**0**
69 Kv	0	0	0	0									**0**
													0
Forced Extension Outages													
345 Kv	1	0	1	2									**4**
138 Kv	1	0	2	2									**5**
69 Kv	0	1	1	1									**3**
													12

Note: Outages are counted by the number of entries in the ERCOT Outage Scheduler.

Steve Martin
5/24/2024

FIVE-YEAR TRANSMISSION CAPITAL PROJECT STATUS REPORT
JUNE 2024

SUBJECT: Status report relating to the TMPA five-year transmission capital project status report.

DISCUSSION:

The attached status report forecasts expenditures for Fiscal Years 2024 through 2028. Projects reported as “Completed” in a previous report have been removed from this report.

Additional capital projects are being reviewed and discussed within the Transmission Engineering Working Group (TEWG) that could potentially affect the number of projects and capital investment on the status report.

Staff will update the status report and present to the P&O and Board as future capital projects are vetted and direction is given.

Steve Martin
6/3/2024

Five-year Transmission Capital Project Status Report
June 2024

Projects	Priority	Original Proposed Completion Date	Projected or Actual Completion Date	Original Approved Budget/Cost Estimate	Current Approved Budget/Cost Estimate	FY2024	FY2025	FY2026	FY2027	FY2028	Total Estimated Expenditures FY24-FY28	Comments
T17007 Brand Rd. Pole Reroute	L	Sep-17	Nov-23	$ 192,000	$ 698,196	$ 713,626					$ 713,626	Complete. Cost to be reimbursed by City of Garland. $10k Supplemental Request
T20004 Ben Davis Breaker Replacement Project	M	Dec-21	Sep-25	$ 4,290,000	$ 4,290,000	$ 1,347,047	$ 1,300,000				$ 2,647,047	345 kV breakers installed in May 2022. Add Capacitance to 138kV busses.
T21005 Pruitt 138 kV Terminal Addition (Pink Solar)	H	Dec-22	May-27	$ 3,700,000	$ 3,700,000		$ 1,000,000	$ 2,000,000	$ 250,000		$ 3,250,000	Inverter change will require new FIS studies. IA will be amended to include Transmission Line.
T21006 Gibbons Creek Decommission Phase 2	M	Sep-21	Sep-24	$ 1,760,000	$ 5,910,000	$ 5,160,000					$ 5,160,000	Summer 2024 construction.
T22003 Dansby to Steep Hollow T-Line Rebuild	M	Apr-24	May-25	$ 21,500,000	$ 21,500,000	$ 3,000,000	$ 16,701,000				$ 19,701,000	Material and structures on order
T22004 Greenville Intch to Pruitt New Line and Station (Makalu Solar)	H	Oct-23	Sep-27	$ 12,500,000	$ 12,500,000	$ 394,749	$ 2,000,000	$ 2,000,000	$ 8,100,000		$ 12,494,749	Study Agreement signed and funded.
T22005 Rayburn Country 138kV POI	M	Dec-23	Dec-24	$ 2,750,000	$ 2,750,000	$ 1,750,000	$ 75,000				$ 1,825,000	Design and Procurement complete. All material on-order.
T24001 Brazos Interconnection at West Denton	M	Sep-26	Sep-25	$ 3,530,400	$ 3,530,400	$ 1,250,000	$ 2,280,400				$ 3,530,400	Breakers on-order (~18mo delivery)
T24002 Spencer Intch Transformer/line upgrade	H	May-25	May-25	$ 1,800,000	$ 1,800,000	$ 1,800,000					$ 1,800,000	Work Completed. Need Supplemental for foundation.
T24003 Shelby-Nevada Line Extension	M	Oct-25	Oct-25	$ 2,700,000	$ 2,700,000	$ 700,000	$ 2,000,000				$ 2,700,000	GEUS has requested to delay
Yellow Wolf Cut-in to Gibbons Creek-Limestone TL	H	Jun-24	Aug-25	$ 500,000	$ -	$ 400,000	$ 100,000				$ 500,000	Capital Request 6/20/2024
Dansby - Upgrade Carrier Equipment	H	Jun-24	May-25	$ 285,000	$ -		$ 285,000				$ 285,000	Capital Request 6/20/2024
Dissolved Gas Monitor	M	Jun-24	Dec-24	$ 108,750	$ -		$ 108,750				$ 108,750	Capital Request 6/20/2024
Buffalo Prairie Storage	M		Sep-27	$ 10,200,000	$ -		$ 2,000,000	$ 4,000,000	$ 4,200,000		$ 10,200,000	Future Project
Lavon Storage	M		May-28	$ 9,500,000	$ -				$ 8,500,000	$ 1,000,000	$ 9,500,000	Future Project
Industrial Substation Bypass(DME)	H	Jun-24	Sep-25	$ 174,900	$ -		$ 174,900				$ 174,900	Capital Request 6/20/2024
Relay Panel Replacement at Denton West (DME)	H	Jun-24	Sep-25	$ 96,800	$ -		$ 96,800				$ 96,800	Capital Request 6/20/2024
Spencer Interchange to Pockrus Reconstruction (DME)	H		May-29	$ 5,690,000	$ -					$ 5,690,000	$ 5,690,000	Future Project
West Loop 288 - West Denton to Fort Worth Relocation (DME)	H		Sep-26	$ 3,300,000	$ -		$ 1,200,000	$ 2,100,000			$ 3,300,000	Future Project TxDOT Reimburseable
West Loop 288 - Masch Branch to North Denton Relocation (DME)	H		Sep-26	$ 3,300,000	$ -		$ 1,200,000	$ 2,100,000			$ 3,300,000	Future Project TxDOT Reimburseable
East Loop 288/ Hwy 380 Reroute (DME)	H		May-27	$ 2,300,000	$ -			$ 1,500,000	$ 800,000		$ 2,300,000	Future Project TxDOT Reimburseable
				Totals	**$ 59,378,596**	**$ 16,515,422**	**$ 30,521,850**	**$ 13,700,000**	**$ 21,850,000**	**$ 6,690,000**	**$ 89,277,272**	

June 20, 2024

AGENDA ITEM NO.11

SUBJECT: Resolution No. 2024-6-6, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Industrial Substation TM Bypass Project; and resolving matters incidental and related thereto.

DISCUSSION: Denton is retiring the Industrial Substation and has replaced it with the new Brinker substation. Since the Industrial Substation is to be de-energized, it is necessary for the Agency's transmission line to be reconfigured to bypass the Industrial Substation.

This Resolution amends the Annual Transmission System Capital Budget by appropriating $174,900 for this Project.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-6.

RESOLUTION NO. 2024-6-6

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY APPROPRIATING FUNDS FOR THE INDUSTRIAL SUBSTATION TM BYPASS PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, due to the retiring and de-energizing of the Industrial Substation in Denton, it is necessary to reconfigure a transmission line serving the Substation to bypass the Substation;

WHEREAS, in order to accomplish the reconfiguration, the Board desires to appropriate funding for this Project (the "Industrial Substation TM Bypass Project" or "Project");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by appropriating $174,900 for the Project;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ____________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

PROJECT TITLE:	PROJECT MANAGER:	DATE:
Industrial Substation TM Bypass	Mark Zimmerer	February 6, 2024

PROJECT NO.	RISK LEVEL:	RISK TYPE:	FERC ACCOUNT:	FUNDING:
				☐ Rate ☑ Debt

SCHEDULE DATES

START DATE: September 2024	**ESTIMATED IN-SERVICE DATE:** July 2025

☑ **Capital**	☐ **Annual Need** ☑ **One Time Need** ☐ **Cyclical Need**	Capital Plan Year: 2024

Total Cost:	Prev Amt Appr:	FY23:	FY24:	FY25:	FY26:
$174,900			$ 18,000	$ 156,900	

DESCRIPTION OF PROJECT:

Reconfigure one section of transmission line to bypass de-energized Industrial Substation.

This project will include removal of transmission conductor from existing transmission poles to A-frame takeoff structure within Industrial substation and restringing conductor between existing transmission poles. New material will include approximately 4200 linear feet of suwannee conductor and associated hardware.

PROJECT BENEFITS & JUSTIFICATION (OUTCOME):

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

BACKGROUND:

Industrial Substation no longer meets the safety standards and future capacity requirements for the DME system. A new Brinker Substation has been built in the vicinity to replace the Industrial Substation. The power transformers will be relocated to Brinker Substation in FY 2025 and Industrial Substation will be retired.

ALTERNATIVES:

1. NA

2.

3.

COST/BENEFIT WORKSHEET

ECONOMIC ASSESSMENT:

Costs: **Current Year Only**

			Benefits:$/Year
TMPA Labor Hours =			
TMPA Labor	**$**		**Reliability -**
Materials	**$**	43,000	**Capability -**
Contract Services	**$**	90,000	**Labor Savings -**
Engineering Consultant	**$**	20,000	**Heat Rate Improvement -**
Misc. Expenses	**$**	21,900	**Non Labor O&M Savings -**
Labor Loadings (50%)	**$**		**Total Benefit $**
TOTAL	**$**	174,900	**Cost / Benefit =**

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Staff will measure improvement of completed project: ☐ **Yes** ☐ **No**

Level of Estimate: P1 ☐ **P2** ☑ **P3** ☐

Over $100K in professional services: ☐ **Yes** ☑ **No**

Estimated life of asset: 40

Is land acquisition or right of ways procurement required: ☐ **Yes** ☑ **No**

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

ASSUMPTIONS:

Estimated breakdown of cost:

Materials	$43,000
Construction	$90,000
Consulting	$20,000
DME Labor	$6,000
Total :	$159,000

10% Contingency $15,900

Project Total $174,900

SIGNATURES			
Project Manager:	Mark Zimmerer Digitally signed by Mark Zimmerer DN: CN=Mark Zimmerer, OU=0713801904000, OU=2358583, OU=ERCOT Enterprise, OU=DUNS Number - 0713801904000, OU=MP - DENTON MUNICIPAL ELECTRIC (TDSP), OU=EmployeeID - 2358583, O="Electric Reliability Council of Texas, Inc." Date: 2024.06.03 12:06:22-05'00'	**Date:**	
Supervisor:		**Date:**	
Division Manager:		**Date:**	
General Manager:	[signature]	**Date:**	6/20/2024

June 20, 2024

AGENDA ITEM NO.12

SUBJECT: Resolution No. 2024-6-7, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Relay Panel Replacement Project at Denton West; and resolving matters incidental and related thereto.

DISCUSSION: Denton is constructing a new Underwood Substation. The line panel relays in the new Substation will not be compatible with the Agency's line panel relays in the Denton West Substation. In order to remedy this incompatibility, this Project would replace the relay panel at Denton West with a new panel, housing compatible relays, relay switches, test switches, terminal blocks, fuses, and other miscellaneous equipment.

This Resolution amends the Annual Transmission System Capital Budget by appropriating $96,800 for this Project.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-7.

RESOLUTION NO. 2024-6-7

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY APPROPRIATING FUNDS FOR THE RELAY PANEL REPLACEMENT PROJECT AT DENTON WEST; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, construction of the new Underwood Substation in Denton will require the replacement of the Agency's relay panel at Denton West Substation;

WHEREAS, in order to accomplish the panel replacement, the Board desires to appropriate funding for this Project (the "Relay Panel Replacement Project at Denton West" or "Project");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by appropriating $96,800 for the Project;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

PROJECT TITLE:	PROJECT MANAGER:	DATE:
Relay Panel Replacement Project at Denton West	Mark Zimmerer	April 8, 2024

PROJECT NO.	RISK LEVEL:	RISK TYPE:	FERC ACCOUNT:	FUNDING: ☐ Rate ☑ Debt

SCHEDULE DATES

START DATE: October 2024	**ESTIMATED IN-SERVICE DATE:** May 2025
☑ **Capital**	☐ **Annual Need** ☑ **One Time Need** ☐ **Cyclical Need**

Capital Plan Year: 2025

Total Cost:	Prev Amt Appr:	FY23:	FY24:	FY25:	FY26:
$96,800				$ 96,800	

DESCRIPTION OF PROJECT:

Denton Municipal Electric (DME) is constructing a new Underwood Substation that will intercept DME's Denton West Interchange to RD Wells Substation 138kV transmission line. Line panel relays atUnderwood Substation will be dual Schweitzer Engineering Laboratory (SEL) 411L line differential relays. The line panel at Denton West is dual 311L relays and is not compatabile with 411L relay.

This project is to replace the 8090 relay panel at Denton West. The new panel will house dual 411L line differential relays, a 351S breaker control relay, lock out relay switches, cutoff switches, test switches, and associated terminal blocks, fuses and other miscellaneous equipment.

PROJECT BENEFITS & JUSTIFICATION (OUTCOME):

Transmission line will be protected by current state of the art technology and replace equipment nearing their end of life.

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

BACKGROUND:

Denton West to RD Wells transmission line is being rebuilt to meet rising demand criteria and will be under construction October 2024 thru May 2025. Underwood Substation is not expected to energize until 2026. DME is proposing to install the 8090 panel during the Denton West to RD Wells transmission line reconstruction. This line will ultimately be intercepted by Underwood Substation creating Denton West to Underwood TM Line and the Underwood to RD Wells TM Line.

The panel at RD Wells Substation will be installed at the same time.

ALTERNATIVES:

1.

2.

3.

COST/BENEFIT WORKSHEET

ECONOMIC ASSESSMENT:

Costs: Current Year Only

Costs	$	Amount	Benefits:$/Year
TMPA Labor Hours =			
TMPA Labor	$		**Reliability -**
Materials	$	56,000	**Capability -**
Contract Services	$	17,000	**Labor Savings -**
Engineering Consultant	$	12,000	**Heat Rate Improvement -**
Misc. Expenses	$	11,800	**Non Labor O&M Savings -**
Labor Loadings (50%)	$		**Total Benefit $**
TOTAL	$	96,800	**Cost / Benefit =**

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Estimated life of asset: 20 years

Staff will measure improvement of completed project: ☐ Yes ☐ No

Level of Estimate: P1 ☐ P2 ☑ P3 ☐

Over $100K in professional services: ☐ Yes ☑ No

Is land acquisition or right of ways procurement required: ☐ Yes ☑ No

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

ASSUMPTIONS:

Estimated breakdown of cost:

Materials:
- Panel $22,000
- Relays $32,000
- Misc $2,000

Construction $10,000
Commissioning $7,000
Consulting $12,000
DME Labor $3,000
Total: $88,000

10% Contingency $8,800
Project Total $96,800

SIGNATURES			
Project Manager:	Mark Zimmerer Digitally signed by Mark Zimmerer DN: CN=Mark Zimmerer, OU=0713801904000, OU=2358583, OU=ERCOT Enterprise, OU=DUNS Number - 0713801904000, OU=MP - DENTON MUNICIPAL ELECTRIC (TDSP), OU=EmployeeID - 2358583, O="Electric Reliability Council of Texas, Inc." Date: 2024.06.03 12:07:15-05'00'	**Date:**	
Supervisor:		**Date:**	
Division Manager:		**Date:**	
General Manager:	[signature]	**Date:**	6/20/2024

June 20, 2024

AGENDA ITEM NO.13

SUBJECT: Resolution No. 2024-6-8, amending the FY2024 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Brand Road Pole Relocation Project; and resolving matters incidental and related thereto.

DISCUSSION: This Project, previously approved by the Board, involves the relocation of a pole structure in order to accommodate the expansion of Brand Road in Garland. Project expenses, including overhead, have exceeded the amount budgeted.

This Resolution amends the Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on this Project from $698,196 to $708,196. Upon completion of the road expansion, the costs of this Project will be reimbursed to the Agency by the City of Garland.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-8.

RESOLUTION NO. 2024-6-8

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY INCREASING THE AMOUNT THAT IS AUTHORIZED TO BE EXPENDED ON THE BRAND ROAD POLE RELOCATION PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, the Board has previously approved the Brand Road Pole Relocation Project (the "Project");

WHEREAS, due to Project expenses exceeding the amount budgeted, it is necessary to increase the amount that is authorized to be expended on the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by increasing the amount that is authorized to be expended on the Project, from $698,196 to $708,196;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CIRRP SUPPLEMENTAL UPDATE

PROJECT TITLE: Ben Davis-Allen Murphy Rd. Relocation	**PROJECT MANAGER:** Robert Cerrato	**DATE:** April 19, 2024

PROJECT NO. T17007	**RISK LEVEL:**	**RISK TYPE:**	**FERC ACCOUNT:**	**FUNDING:** ☐ Rate ☑ Debt

SCHEDULE DATES

START DATE:	**ESTIMATED IN-SERVICE DATE:**

■ **Capital** ☐ **Renewals & Replacements** ☐ **Annual Need** ■ **One Time Need** ☐ **Cyclical Need**

CIRRP Year: 2024

Total Costs:	**Previously Approved:**	**FY24:**	**FY25:**	**FY26:**	**FY27:**	**FY28:**
708,196	698,196	708,196.00				

UPDATED DESCRIPTION OF PROJECT: Relocation of TMPA structure due to widening of City of Garland Brand Rd. The project is in-service and all invoices have been posted.

IMPLICATION CHANGES:

1. Change in Environmental Impact?	Yes	☐	No	☒
2. Change in Safety Impact?	Yes	☐	No	☒
3. Change in Purchasing Implications?	Yes	☐	No	☒

If yes to any question, review by appropriate department required.

Date Revised 4-19-2024

TEXAS MUNICIPAL POWER AGENCY
CIRRP SUPPLEMENTAL UPDATE

COST ESTIMATES

	ORIGINAL ESTIMATE	REVISIONS	NEW ESTIMATE
Costs: Current Year Only			
TMPA Labor Hours =			
TMPA Labor	$	$	$
Materials	$ 6,196.00	$	$ 6,196
Contract Services	$ 647,000.00	$	$ 647,000
Engineering Consultant	$ 35,000.00	$	$ 35,000
Misc. Expenses	$ 10,000.00	$ 10,000	$ 20,000
Labor Loadings (50%)	$	$	$
TOTAL	$ 698,196.00	$ 10,000.00	$ 708,196

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Level of Estimate: P1 ☐ P2 ☐ P3 ■

Over $100K in professional services ☐ Yes ■ No

EXPLANATION FOR REVISIONS: Project expenses including overhead exceeded the 10% overage allowed by theTOP agreement.

SIGNATURES

Project Manager:	[signature]	Date:	05/16/2024
Supervisor:	[signature]	Date:	5-16-2024
Division Manager:	Steve Martin	Date:	5-17-2024
General Manager:	[signature]	Date:	6/20/2024

Business Assistant: _____ Treasury: _____ Accounting: _____

Date Revised 4-19-2024

June 20, 2024

AGENDA ITEM NO.14

SUBJECT: Resolution No. 2024-6-9, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Dansby - Upgrade Carrier Equipment Project; and resolving matters incidental and related thereto.

DISCUSSION: The carrier equipment at Dansby Substation is unreliable and not maintainable due to age and obsolescence. Upgrading the carrier equipment at the Dansby Substation is necessary to increase the reliability of relay communications between TMPA and Brazos Electric Power Cooperative. This Resolution amends the Annual Transmission System Capital Budget by appropriating $285,000 for this Project.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-9.

RESOLUTION NO. 2024-6-9

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY APPROPRIATING FUNDS FOR THE DANSBY- UPGRADE CARRIER EQUIPMENT PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, the carrier equipment at Dansby Substation is unreliable and not maintainable due to age and obsolescence;

WHEREAS, in order to improve the reliability of relay communications between the Agency and Brazos Electric Power Cooperative, it is necessary to replace and upgrade the carrier equipment at Dansby Substation (the "Dansby - Upgrade Carrier Equipment Project" or "Project");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by appropriating $285,000 for the Project;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

PROJECT TITLE:			PROJECT MANAGER:		DATE:
Dansby - Upgrade Carrier Equipment					April 19, 2024
PROJECT NO.	RISK LEVEL:	RISK TYPE:	FERC ACCOUNT:		FUNDING: ☐ Rate ☑ Debt

SCHEDULE DATES

START DATE: June 2024	ESTIMATED IN-SERVICE DATE: May 2025	
☑ Capital	☐ Annual Need ☑ One Time Need ☐ Cyclical Need	Capital Plan Year: 2024

Total Cost:	Prev Amt Appr:	FY24:	FY25:	FY26:	FY27:
$285,000			$ 285,000		

DESCRIPTION OF PROJECT:

Replace the carrier equipment (Tuner, CCVT, Line Trap) which is unreliable and not maintainable due to age and obsolescence.

PROJECT BENEFITS & JUSTIFICATION (OUTCOME):

Upgrading the carrier equipment will increase the reliability of relay communication between TMPA and Brazos Electric Power Cooperative, thus eliminating communications as the root cause for incorrect relay operation.

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

BACKGROUND:

Maintenance repairs of this equipment has not resolved the current reliability issues.

ALTERNATIVES:

1. Do nothing and risk reportable incorrect relay operations

2.

3.

COST/BENEFIT WORKSHEET

ECONOMIC ASSESSMENT:

Costs: Current Year Only

TMPA Labor Hours =			**Benefits:$/Year**
TMPA Labor	**$**	10,000	**Reliability -**
Materials	**$**	60,000	**Capability -**
Contract Services	**$**	170,000	**Labor Savings -**
Engineering Consultant	**$**	30,000	**Heat Rate Improvement -**
Misc. Expenses	**$**	10,000	**Non Labor O&M Savings -**
Labor Loadings (50%)	**$**	5,000	**Total Benefit $**
TOTAL	**$**	285,000	**Cost / Benefit =**

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Estimated life of asset: 20 yrs

Staff will measure improvement of completed project: ☐ Yes ☐ No

Level of Estimate: P1 ☐ **P2** ☑ **P3** ☐

Over $100K in professional services: ☐ Yes ☑ No

Is land acquisition or right of ways procurement required: ☐ Yes ☑ No

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

ASSUMPTIONS:

None

SIGNATURES			
Project Manager:		**Date:**	6-3-2024
Supervisor:		**Date:**	6-3-2024
Division Manager:	Steve Martin	**Date:**	6-3-2024
General Manager:		**Date:**	6/20/2024

June 20, 2024

AGENDA ITEM NO.15

SUBJECT: Resolution No. 2024-6-10 amending the FY2024 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Spencer Interchange Transformer Upgrade Project; and resolving matters incidental and related thereto.

DISCUSSION: This Project, previously approved by the Board, involves the relocation to Spencer Interchange of the Agency's spare 168 MVA autotransformer, for the purpose of enabling Garland's Spencer Plant to operate at full capacity. Increased costs for the foundation, materials, and contract labor necessitate an increase in the Project budget.

This Resolution amends the Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on this Project from $1,800,000 to $2,450,000.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-10.

RESOLUTION NO. 2024-6-10

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY INCREASING THE AMOUNT THAT IS AUTHORIZED TO BE EXPENDED ON THE SPENCER INTERCHANGE TRANSFORMER UPGRADE PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, the Board has previously approved the Spencer Interchange Transformer Upgrade Project (the "Project");

WHEREAS, due to Project expenses exceeding the amount budgeted, it is necessary to increase the amount that is authorized to be expended on the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by increasing the amount that is authorized to be expended on the Project, from $1,800,000 to $2,450,000;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CIRRP SUPPLEMENTAL UPDATE

PROJECT TITLE: Spencer Intch Transformer Upgrade			**PROJECT MANAGER:** Tim Littlefield		**DATE:** April 19, 2024	
PROJECT NO. T24002	**RISK LEVEL:**	**RISK TYPE:**	**FERC ACCOUNT:**		**FUNDING:** ☐ Rate ☑ Debt	
SCHEDULE DATES						
START DATE: October 2023		**ESTIMATED IN-SERVICE DATE:** May 2024				
■ **Capital** ☐ **Renewals & Replacements**		☐ **Annual Need** ■ **One Time Need** ☐ **Cyclical Need**			**CIRRP Year:** 2024	
Total Costs: 2,450,000.00	**Previously Approved:** 1,800,000.00	**FY24:** 2,450,000	**FY25:**	**FY26:**	**FY27:**	**FY28:**

UPDATED DESCRIPTION OF PROJECT: Project is in-service with both upgraded conductor and relocated transformer from DME's R.D.Wells station.

IMPLICATION CHANGES:

1. Change in Environmental Impact?	Yes	☐	No	☒
2. Change in Safety Impact?	Yes	☐	No	☒
3. Change in Purchasing Implications?	Yes	☐	No	☒

If yes to any question, review by appropriate department required.

Date Revised April 19, 2024

TEXAS MUNICIPAL POWER AGENCY
CIRRP SUPPLEMENTAL UPDATE

COST ESTIMATES

	ORIGINAL ESTIMATE	REVISIONS	NEW ESTIMATE
Costs: Current Year Only			
TMPA Labor Hours =			
TMPA Labor	$	$	$
Materials	$ 475,000	$ 125,000	$ 600,000
Contract Services	$ 1,125,000	$ 525,000	$ 1,650,000
Engineering Consultant	$ 200,000	$	$ 200,000
Misc. Expenses	$	$	$
Labor Loadings (50%)	$	$	$
TOTAL	$ 1,800,000	$ 650,000	$ 2,450,000

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Level of Estimate: P1 ☐ P2 ☐ P3 ■

Over $100K in professional services ☐ Yes ☐ No

EXPLANATION FOR REVISIONS: Original budget request was based preliminary estimates of costs (P1). Foundation costs for the upgraded transformer totaled $540,000 which was a significant cost overrun along with increased cost for materials and contract labor.

SIGNATURES

Project Manager:	Tim [signature]	Date:	5/16/24
Supervisor:	[signature]	Date:	5-16-2024
Division Manager:	Steve Martin	Date:	5-17-2024
General Manager:	[signature]	Date:	6/20/2024

Business Assistant: _____ Treasury: _____ Accounting: _____

Date Revised______________

June 20, 2024

AGENDA ITEM NO.16

SUBJECT: Resolution No. 2024-6-11, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Transformer Dissolved Gas Monitor Project; and resolving matters incidental and related thereto.

DISCUSSION: Dissolved gases in autotransformer insulating oil is an indication of degradation of the transformer's insulating system, which can lead to electrical arcing within the transformer and eventual electrical failure. The purpose of this Project is to acquire a dissolved gas monitor to monitor for these gases. This Resolution amends the Annual Transmission System Capital Budget by appropriating $108,750 for this Project.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-11.

RESOLUTION NO. 2024-6-11

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY APPROPRIATING FUNDS FOR THE TRANSFORMER DISSOLVED GAS MONITOR PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, dissolved gases in an autotransformer's insulating oil is an indication of degradation of the transformer's insulation system, which can lead to electrical failure of the transformer;

WHEREAS, in order to monitor the dissolved gases, it is necessary to acquire a transformer dissolved gas monitor (the "Transformer Dissolved Gas Monitor Project" or "Project");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by appropriating $108,750 for the Project;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024.

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

PROJECT TITLE:	PROJECT MANAGER:	DATE:
Transformer Dissolved Gas Monitor	Mack Baber	April 19, 2024

PROJECT NO.	RISK LEVEL:	RISK TYPE:	FERC ACCOUNT:	FUNDING:
				☐ Rate ☑ Debt

SCHEDULE DATES

START DATE: June 2024	**ESTIMATED IN-SERVICE DATE:** November 2024

☑ **Capital**	☐ **Annual Need** ☑ **One Time Need** ☐ **Cyclical Need**	Capital Plan Year: 2024

Total Cost:	Prev Amt Appr:	FY24:	FY25:	FY26:	FY27:
$108,750			$ 108,750		

DESCRIPTION OF PROJECT:

Provide TMPA with a Dissolved Gas Monitor for use, as needed, throughout the fleet of autotransformers to continuously monitor for combustible gases in the insulating oil. The initial installation would be for Gibbons Creek T2 which has recently started generating combustible gas.

PROJECT BENEFITS & JUSTIFICATION (OUTCOME):

Real-Time DGA monitoring provides continuous analysis of multiple gases produced by degradation of the transformer's insulation system (paper, moisture,etc) which leads to electrical arcing within the transformer and eventual electrical failure. Monitoring provides alarming through SCADA when specifide thresholds are exceeded allowing immediate analysis of trends of specific gas creation and assistance in determination of the cause.

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

BACKGROUND:

Gibbons Creek T2 recently alarmed when a gas bubble was detected by the Buckholtz Relay. Laboratory analysis of the oil showed elevated levels of acetylene gas produced by internal arcing. Internal inspection of the windings (limited) resulted in no apparent cause of arcing.

ALTERNATIVES:

1. Frequent oil samples and lab analysis; trending of multiple gases creation; eventual addition of oil

2.

3.

COST/BENEFIT WORKSHEET

ECONOMIC ASSESSMENT:

Costs: Current Year Only

			Benefits:$/Year
TMPA Labor Hours =			
TMPA Labor	$	2,500	**Reliability -**
Materials	$	75,000	**Capability -**
Contract Services	$	20,000	**Labor Savings -**
Engineering Consultant	$		**Heat Rate Improvement -**
Misc. Expenses	$	10,000	**Non Labor O&M Savings -**
Labor Loadings (50%)	$	1,250	**Total Benefit $**
TOTAL	$	108,750	**Cost / Benefit =**

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Staff will measure improvement of completed project: ☐ Yes ☐ No

Level of Estimate: P1 ☑ P2 ☐ P3 ☐

Over $100K in professional services: ☐ Yes ☑ No

Estimated life of asset: 20

Is land acquisition or right of ways procurement required: ☐ Yes ☑ No

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

ASSUMPTIONS:

None

SIGNATURES			
Project Manager:		**Date:**	06/03/2024
Supervisor:		**Date:**	6-3-2024
Division Manager:	Steve Martin	**Date:**	6-3-2024
General Manager:		**Date:**	6/20/2024

June 20, 2024

AGENDA ITEM NO.17

SUBJECT: Resolution No. 2024-6-12, amending the FY2024 Annual Transmission System Capital Budget by appropriating funds for the Yellow Wolf Cut-In to Gibbons Creek - Limestone Project; and resolving matters incidental and related thereto.

DISCUSSION: In order to connect to the ERCOT electrical grid, Yellow Wolf Solar Farm desires a point of interconnection with the Agency's Gibbons Creek to Limestone 345 kV transmission line. To accommodate this, removal and retirement of carrier communication equipment at Gibbons Creek Substation will be necessary along with new relay settings and updated station prints. This Resolution amends the Annual Transmission System Capital Budget by appropriating $500,000 for this Project.

BACKUP MATERIAL: Capital Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-12.

RESOLUTION NO. 2024-6-12

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2024 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY APPROPRIATING FUNDS FOR THE YELLOW WOLF CUT-IN TO GIBBONS CREEK - LIMESTONE PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, in order to connect to the ERCOT electrical grid, Yellow Wolf Solar Farm desires a point of interconnection with the Agency's Gibbons Creek to Limestone 345 kV transmission line;

WHEREAS, in order to accommodate this interconnection, removal and retirement of carrier communication equipment at Gibbons Creek Substation will be necessary along with new relay settings and updated station prints (the "Yellow Wolf Cut-In to Gibbons Creek - Limestone Project" or "Project");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the FY2024 Annual Transmission System Capital Budget is amended by appropriating $500,000 for the Project;

3. That the General Manager, or a person acting at his direction, may enter into interconnection agreements as necessary for the Project;

4. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE 2024

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

PROJECT TITLE: Yellow Wolf Cut-in to Gibbons Creek-Limestone		PROJECT MANAGER: Eric Carter		DATE: April 19, 2024
PROJECT NO.	RISK LEVEL:	RISK TYPE:	FERC ACCOUNT:	FUNDING: ☐ Rate ☑ Debt

SCHEDULE DATES

START DATE: June 2024	ESTIMATED IN-SERVICE DATE: May 2025	
☑ Capital	☐ Annual Need ☑ One Time Need ☐ Cyclical Need	Capital Plan Year: 2024

Total Cost: $500,000	FY24: $ 400,000	FY25: $ 100,000	FY26:	FY27:	FY28:

DESCRIPTION OF PROJECT:

Yellow Wolf Solar Farm will interconnect the 345kV Gibbons Creek - Limestone east circuit and utilize Line Differential relaying over fiber optic communication. Removal and retirement of carrier communication equipment at Gibbons Creek will be necessary along with new relay settings and updating of station prints.

PROJECT BENEFITS & JUSTIFICATION (OUTCOME):

The project is required to connect new renewable generation to the ERCOT grid.

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

BACKGROUND:

ALTERNATIVES:

1. None

2.

3.

COST/BENEFIT WORKSHEET

ECONOMIC ASSESSMENT:

Costs: Current Year Only			**Benefits:$/Year**
TMPA Labor Hours =			
TMPA Labor	**$**		**Reliability -**
Materials	**$**		**Capability -**
Contract Services	**$**	300,000	**Labor Savings -**
Engineering Consultant	**$**	200,000	**Heat Rate Improvement -**
Misc. Expenses	**$**		**Non Labor O&M Savings -**
Labor Loadings (50%)	**$**		**Total Benefit $**
TOTAL	**$**	500,000	**Cost / Benefit =**

Estimation Levels:
P1 = Budget/Preliminary
P2 = Conceptual
P3 = Detail Design

Estimated life of asset: 40 yrs

Staff will measure improvement of completed project: ☐ **Yes** ☐ **No**

Level of Estimate: P1 ☐ **P2** ☑ **P3** ☐

Over $100K in professional services: ☐ **Yes** ☐ **No**

Is land acquisition or right of ways procurement required: ☐ **Yes** ☑ **No**

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROPOSAL

ASSUMPTIONS:

None

SIGNATURES			
Project Manager:		**Date:**	6-3-2024
Supervisor:		**Date:**	6-3-2024
Division Manager:	Steve Martin	**Date:**	6-3-2024
General Manager:		**Date:**	6/20/2024

June 20, 2024

AGENDA ITEM NO.18

SUBJECT: Resolution No. 2024-6-13, authorizing an extension to the terms of the Transmission Operator, Maintenance, and Construction Services Agreements with the cities of Garland and Denton; and resolving matters incidental and related thereto.

DISCUSSION: The Transmission Operator, Maintenance, and Construction Services Agreement between the Agency and the City of Garland obligates Garland to operate and maintain the Agency's transmission assets, except for assets in the Denton area. The Denton area transmission assets are operated and maintained by the City of Denton under a Transmission Operator, Maintenance, and Construction Services Agreement between the Agency and the City of Denton. Both of these agreements are scheduled to expire on September 1, 2024. Under the Joint Operating Agreement, the Agency may not make a contractual commitment exceeding two years without obtaining Member City approval. Consequently, this Resolution authorizes an extension of these contracts to September 1, 2026.

BACKUP MATERIAL:

1) Amendment to No: 4 to the Transmission Operator, Maintenance, and Construction Services Agreement Dated April 1, 2016

2) Amendment to No: 5 to the Transmission Operator, Maintenance, and Construction Services Agreement Dated March 27, 2013

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-13.

RESOLUTION NO. 2024-6-13

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AUTHORIZING AN EXTENSION TO THE TERMS OF THE TRANSMISSION OPERATOR, MAINTENANCE, AND CONSTRUCTION SERVICES AGREEMENTS WITH THE CITIES OF GARLAND AND DENTON; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, the Agency has entered into a Transmission Operator, Maintenance, and Construction Services Agreement, dated March 27, 2013, with the City of Garland, and a Transmission Operator, Maintenance, and Construction Services Agreement, dated April 1, 2016, with the City of Denton (as amended, the "Transmission Operator Agreements");

WHEREAS, the Transmission Operator Agreements are scheduled to expire on September 1, 2024, and the Board desires to authorize an extension of their terms;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the General Manager, or person acting at his direction, is authorized to execute an extension to the terms of the Transmission Operator Agreements to September 1, 2026;

3. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE, 2024

____
Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

AMENDMENT NO. 4 TO THE TRANSMISSION OPERATOR, MAINTENANCE, AND CONSTRUCTION SERVICES AGREEMENT DATED APRIL 1, 2016

This Amendment No. 4 to the Transmission Operator, Maintenance, And Construction Services Agreement dated April 1, 2016 (as amended, the “Denton TOP Agreement”) is between the Texas Municipal Power Agency (“TMPA”) and the City of Denton, Texas (“Denton”).

RECITALS

The Term of the Denton TOP Agreement expires on September 1, 2024. The parties desire to extend the Term to September 1, 2026.

AGREEMENT

In consideration of the mutual obligations of the parties as set forth herein, TMPA and Denton agree as follows:

1. The Term of the Denton TOP Agreement is extended to September 1, 2026.
2. Except as amended herein, the Denton TOP Agreement shall remain in force and effect in accordance with its original terms.

Dated this 20th day of June, 2024.

TEXAS MUNICIPAL POWER AGENCY	CITY OF DENTON
By:___________________________	By:________________________
Name: Daniel Meadows	Name: ______________________
Title: General Manager	Title: ________________________

AMENDMENT NO. 5 TO THE TRANSMISSION OPERATOR, MAINTENANCE, AND CONSTRUCTION SERVICES AGREEMENT DATED MARCH 27, 2013

This Amendment No. 5 to the Transmission Operator, Maintenance, And Construction Services Agreement dated March 27, 2013 (as amended, the "Garland TOP Agreement") is between the Texas Municipal Power Agency ("TMPA") and the City of Garland, Texas ("Garland").

RECITALS

The Term of the Garland TOP Agreement expires on September 1, 2024. The parties desire to extend the Term to September 1, 2026.

AGREEMENT

In consideration of the mutual obligations of the parties as set forth herein, TMPA and Garland agree as follows:

1. The Term of the Garland TOP Agreement is extended to September 1, 2026.
2. Except as amended herein, the Garland TOP Agreement shall remain in force and effect in accordance with its original terms.

Dated this 20th day of June, 2024.

TEXAS MUNICIPAL POWER AGENCY

By: ___________________________

Name: Daniel Meadows

Title: General Manager

CITY OF GARLAND

By: ________________________

Name: ______________________

Title: ________________________

June 20, 2024

AGENDA ITEM NO. 19

SUBJECT: Discuss and give Staff direction regarding a strategic planning process.

DISCUSSION: Article II, Section 3 of the Agency's Rules & Regulations provides, "any two members of the Board may place one or more subjects on the agenda for discussion or for possible action by providing to the General Manager a written notice." On April 23, 2024, the Board Members representing the City of Denton requested in writing that this item be placed on the agenda for discussion and for possible action.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Daniel Meadows
5/16/2024

June 20, 2024

AGENDA ITEM NO. 20

SUBJECT: Proposed Lee Street Substation Project

DISCUSSION: In 2007, in acquiring right of way for the Shelby-to-Greenville Interchange 138 kV transmission line in Greenville, TMPA purchased a 16.058-acre tract on Lee Street (the "Tract") from the St. Johns Missionary Baptist Church. Although TMPA was seeking only an easement for its line, the Church refused, insisting that TMPA purchase the whole Tract. To avoid condemnation proceedings, TMPA purchased the Tract for $152,551. The net book value of this property is $154,004 consisting of the purchase price and closing costs. A small portion of the Tract is being used for the transmission line. The remainder of the Tract is not in use by TMPA.

As part of its effort to upgrade its system to include 138 kV assets, GEUS has requested to interconnect with TMPA's transmission line and that TMPA sell the Tract to GEUS at net book value. GEUS plans to construct on the Tract a substation containing transmission assets (the "Transmission Portion") and distribution assets (the "Distribution Portion"). The substation will be connected to TMPA's 138 kV line by a short interconnecting 138 kV line (the "Interconnection Line"). GEUS desires to own the Tract, Transmission Portion, Distribution Portion, and the Interconnection Line.

There is no dispute regarding GEUS's ownership of the Distribution Portion. However, no consensus was reached by the P&O Committee regarding the other matters. This disagreement has resulted in the following split votes by the P&O Committee at the May 15th meeting:

> The vote was 3-1 in favor of GEUS owning the Transmission Portion.
>
> If GEUS is to own the Transmission Portion, the vote was 3-1 in favor of selling the Tract to GEUS at market value as opposed to net book value.
>
> The vote was 2-2 on whether GEUS or TMPA should own the Interconnection Line.

The following provision in the Joint Operating Agreement addresses the sale of a transmission asset:

> "Notwithstanding Section 4.4.1(2), nothing herein shall prohibit a sale of a Transmission Asset or portion thereof on a piecemeal basis to a Participating Public Entity or a third party provided that the sale is approved by a Super Majority Vote of the TMPA Board, the sale is not less than the net book value of the asset being sold, and the sale does not contravene any bond covenants of any outstanding Debt associated with the asset, including any Transmission Debt."

BACKUP MATERIAL: Attachment A: 16.06-acre Lee Street property

ACTION REQUESTED: By motion, direction on the following issues:

1. Who should own the Transmission Portion of the Substation?

2. Who should own the Interconnection Line?

3. Should the Tract be sold to GEUS?

4. If the Tract should be sold to GEUS, at what price? Net book value or fair market value?

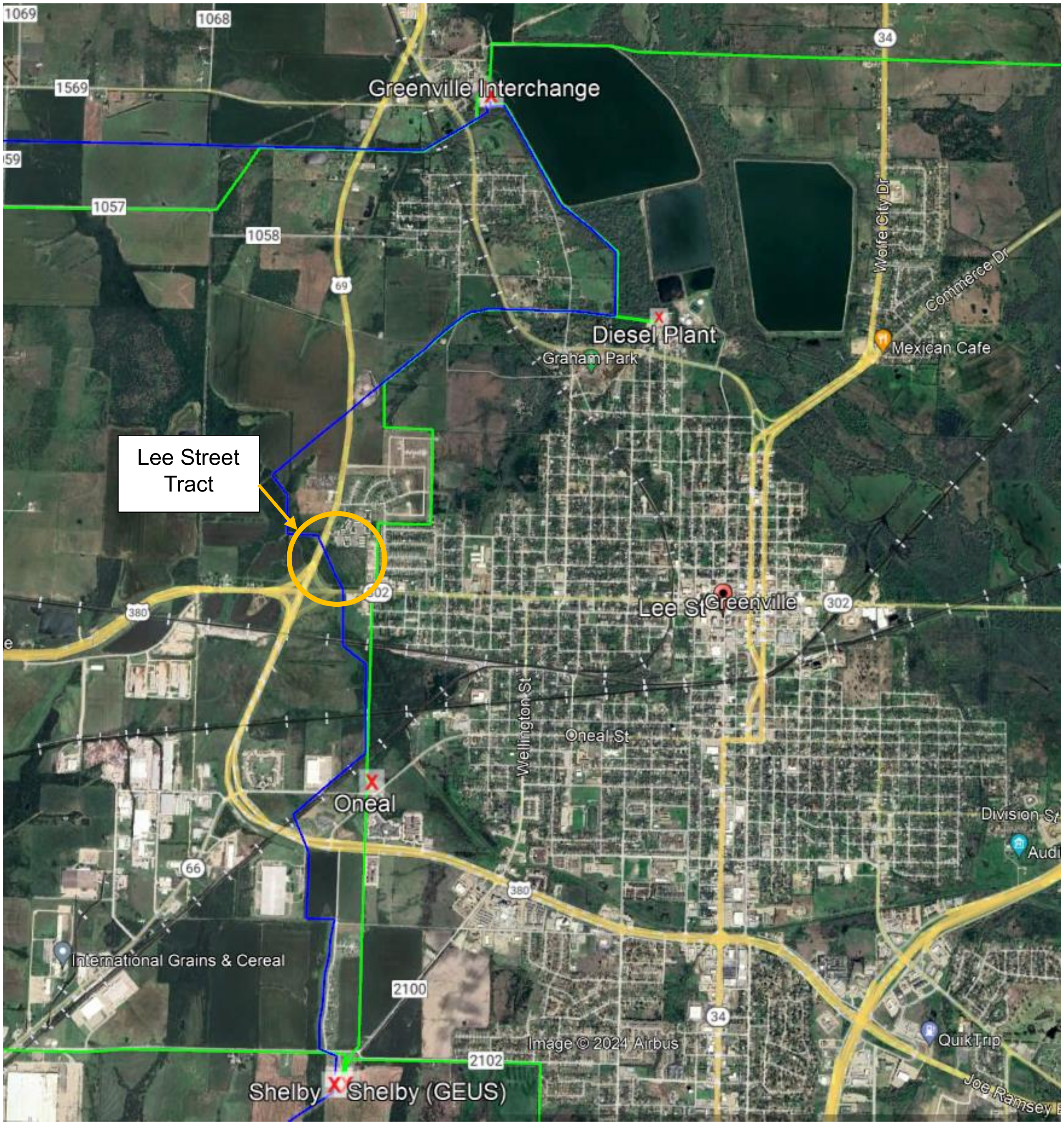
[Note: A vote on this issue will not authorize the sale of the Tract, as a resolution, meeting certain requirements, is required by statute. If the vote is to sell the Tract to GEUS, a resolution authorizing the sale will be brought back to the Board in September.]

Daniel Meadows
5/16/2024

Attachment A

16.06-acre piece of property (Hunt County Property ID: 21217) in Greenville owned by TMPA

Lee Street Tract in relation to TMPA's Greenville Interchange Substation to the North and Shelby Substation to the South



June 20, 2024

AGENDA ITEM NO. 21

SUBJECT: Resolution No. 2024-6-15, authorizing the sale of a 16.058-acre tract to the City of Greenville; describing the conditions and circumstances for the sale, and the public purposes that will be achieved; and resolving matters incidental and related thereto.

DISCUSSION: The Board Members for the City of Greenville have requested that this item be added to the agenda.

In 2007, in acquiring right of way for the Shelby-to-Greenville Interchange 138 kV transmission line in Greenville, TMPA purchased a 16.058-acre tract on Lee Street (the “Tract”) from the St. Johns Missionary Baptist Church. Although TMPA was seeking only an easement for its line, the Church refused, insisting that TMPA purchase the whole Tract. To avoid condemnation proceedings, TMPA purchased the Tract for $152,551. The net book value of this property is $154,004 consisting of the purchase price and closing costs. A small portion of the Tract is being used for the transmission line. The remainder of the Tract is not in use by TMPA.

As part of its effort to upgrade its system to include 138 kV assets, GEUS has requested that TMPA sell the Tract to GEUS at net book value. GEUS plans to construct on the Tract a substation, all as described in agenda item 20.

The attached Resolution describes the conditions and circumstances for the sale, and the public purposes that will be achieved, but leaves a blank for the purchase price. The Board Member making the motion to adopt the Resolution should specify in the motion the purchase price to be filled in. It could be a dollar amount or something like “net book value” or “fair market value as determined by an appraisal”.

As described in agenda item 20, this Resolution requires a Super Majority Vote.

BACKUP MATERIAL: None

ACTION REQUESTED: Consideration and action on Resolution No. 2024-6-15.

Daniel Meadows
6/14/2024

RESOLUTION NO. 2024-6-15

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AUTHORIZING THE SALE OF A 16.058-ACRE TRACT TO THE CITY OF GREENVILLE; DESCRIBING THE CONDITIONS AND CIRCUMSTANCES FOR THE SALE, AND THE PUBLIC PURPOSES THAT WILL BE ACHIEVED; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, as authorized by Section 163.073, Utilities Code, the Member Cities have, by the adoption of concurrent ordinances, elected for the Agency to be governed by Subchapter C-1, Utilities Code, effective April 30, 2016;

WHEREAS, Section 163.080 of Subchapter C-1 authorizes the Agency to "sell, lease, convey, or otherwise dispose of any right, interest, or property of the agency, including its electric facilities";

WHEREAS, the Board desires to authorize the sale of a 16.058-acre tract to the City of Greenville (the "Tract"), and;

WHEREAS, the Board hereby determines that, except for a power line, which, together with a power line easement, shall be reserved from the sale, the Tract is not useful in the operation of the Transmission System;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY:

1. That the above recitals are true and correct;

2. That the Board authorizes the General Manager, or a person acting at his direction, to execute a special warranty deed and other documents as necessary to close the sale of the Tract;

3. That, as required by bond covenants associated with the Agency's transmission debt, the closing shall not take place until after 30 days following the passage of this Resolution;

4. That, for purposes of Section 272.001(k), Local Government Code: (i) the conditions and circumstances for the sale are as set forth in Exhibit "A" and (ii) the public purposes that will be achieved include the production of revenue from the sale of surplus property that is no longer needed for Agency operations, and the avoided costs of land maintenance;

5. That the General Manager, or his designee, may take such actions as are necessary, desirable, or required to consummate and complete the transactions contemplated by this Resolution; and

6. That it is officially found and determined that notice of this meeting of the Board of Directors of the Agency was given as required by law.

PASSED AND APPROVED THIS 27TH DAY OF JUNE, 2024.

Tom Jefferies, President
Board of Directors
Texas Municipal Power Agency

ATTEST:

Andrew Nelson, Secretary
Board of Directors
Texas Municipal Power Agency

EXHIBIT "A"

CONDITIONS AND CIRCUMSTANCES OF THE SALE

A.
CIRCUMSTANCES OF THE SALE

Except for the power line that is located on the Tract, and which is not being sold, the Tract is not needed for the Transmission System and may be sold as surplus property provided the Agency retains the power line and an easement for the line. The City of Greenville desires to purchase the tract to expand its transmission system.

B.
CONDITIONS OF THE SALE

The Tract consists of 16.058 acres, recorded in Volume 1645, page 104 of the Official Public Records of Hunt County, Texas. TMPA does not own any oil, gas, or other minerals in the Tract.

The purchaser is the City of Greenville, Texas.

The sales price will be _________ [as specified in the motion to adopt this Resolution].

The conveyance will be by special warranty deed. The deed will contain: a reservation of the power line and easement for the power line; exceptions for all matters of record in the Official Public Records of Hunt County, Texas; and a provision that the Tract is being conveyed on an "AS-IS" basis.

As required by bond covenants associated with the Agency's transmission debt, the closing of the sale may not occur until after 30 days following the adoption of this Resolution, and only after:

"the Agency shall have received a certificate executed by the Chief Financial Officer stating (A) that the Transmission System will not be materially adversely affected by the sale or exchange of such property or facilities and such sale or exchange will not materially adversely affect the rates and charges charged by the Agency for the services provided by the Transmission System and (B) in the opinion of the Chief Financial Officer, that the sale or exchange of such property or facilities will not impair the ability of the Agency to comply during the current or any future year with the provisions of Section 5.02."

(Notes: The quote is from Section 5.09 of the Bond Resolution. Section 5.02, referenced in the quote, contains minimum rate requirements, including debt service coverage requirements.)

June 20, 2024

AGENDA ITEM NO. 22

SUBJECT: Executive session

DISCUSSION: Executive session will be held pursuant to the Open Meetings Act (Chapter 551.071, Government Code) for the following items;

A. TMPA v. Gibbons Creek Environmental Redevelopment Group, LLC, Cause No. D1-GN-22-004434, in the 126th District Court of Travis County, Texas (legal advice under Section 551.071, Government Code).

B. Dudley v. TMPA, In the Tenth Court of Appeals, Docket No. 10-23-00422-CV (legal advice under Section 551.071, Government Code)

In the Board's discretion, the Board may discuss and/or take action on one or more of the above executive session items in open meeting. In regard to items scheduled on this agenda for discussion and/or action in the open portion of the meeting, the Board may, in its discretion, address one or more of such items in executive session if and to the extent permitted by the Texas Open Meetings Act.

June 20, 2024

AGENDA ITEM NO. 22A

SUBJECT: TMPA v. Gibbons Creek Environmental Redevelopment Group, LLC, Cause No. D-1-GN-22-004434, in the 126th District Court of Travis County, Texas (legal advice under Section 551.071, Government Code)

DISCUSSION: At closing, GCERG posted a $36.5 million performance bond. The Asset Purchase Agreement ("APA") provides that, as projects are completed, the bond must be reduced. On March 15, 2024, GCERG requested a bond reduction in relation to two projects-Plant Shutdown & Decommissioning and closure of the Ash and Scrubber Sludge ponds. Since Plant Shutdown & Decommissioning was complete (as evidenced by "no further action" letters from the TCEQ), TMPA agreed to reduce the bond by $3,942,000, the reduction required by the APA.

In regard to closure of the Ash and Scrubber Sludge ponds, TMPA did not agree to reduce the bond. At a meeting with the General Manager on May 17, 2024, GCERG threatened litigation over this issue.

The APA requires GCERG to close the ponds in accordance with 40 CFR section 257.102(c). The regulation states:

> Closure by removal of CCR. An owner or operator may elect to close a CCR unit by removing and decontaminating all areas affected by releases from the CCR unit. CCR removal and decontamination of the CCR unit are complete when constituent concentrations throughout the CCR unit and any areas affected by releases from the CCR unit have been removed and groundwater monitoring concentrations do not exceed the groundwater protection standard established pursuant to § 257.95(h) for constituents listed in appendix IV to this part.

While GCERG has removed the ash from the ponds, GCERG has not yet demonstrated to TCEQ's satisfaction that groundwater quality satisfies the regulation. For this reason, TMPA does not consider the closure of the ponds to be complete.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Carl Shahady
6/11/2024

June 20, 2024

AGENDA ITEM NO. 22B

SUBJECT: Dudley v. TMPA, In the Tenth Court of Appeals, Docket No. 10-23-00422-CV (legal advice under Section 551.071, Government Code)

DISCUSSION: As discussed during the Board Meeting of February 8, on January 30, 2024, the Court of Appeals in Waco ordered the parties to mediation. After the parties agreed to engage a former judge of the Court of Appeals as mediator, Judge Rex Davis, the parties met for mediation on May 2 at the offices of Dudley's attorney, Robert Swearingen, in College Station.

At the start, TMPA's trial counsel, Fred Junkin, explained to the mediator that (i) TMPA would not be giving up any of its easement rights as expressed in the Final Judgment (ii) TMPA was willing to negotiate on Dudley's attorneys' fees liability, and (iii) in light of its previous settlement efforts, all of which were ignored, TMPA would not be making the initial offer. After meeting separately with Dudley, the mediator did not have any settlement offer to provide, but noted the following issues:

-When the right of way was cleared, a crepe myrtle was cut down. Now that it is growing back, Mr. Dudley is concerned that the tree may be cut down again.

-The Final Judgment gives TMPA discretion at any time in the future to remove a retaining wall that Mr. Dudley constructed in the easement, if TMPA determines that the retaining wall impedes access. Mr. Dudley was very concerned about this. TMPA sought this provision in the Final Judgment because, while TMPA has access for routine patrolling and maintenance operations, the retaining wall impedes access for heavy equipment, for example, trucks and equipment that would be needed to replace a pole. While there is another potential route on Mr. Dudley's property, an underground gas pipeline makes that route hazardous for heavy equipment.

Seeing that the parties were not getting anywhere, Judge Davis discontinued the mediation by mid-day, with the understanding that Dudley's counsel would be sending TMPA a settlement proposal the near future, and that the mediation may, or may not, resume thereafter.

On May 31, Mr. Swearingen submitted to Fred Junkin a settlement proposal. The settlement proposal has been included here as backup material. Please note the following:

1. Under the Final Judgment, Mr. Dudley owes TMPA attorneys' for the trial court phase of this litigation in the amount of $223,556.25, plus post-judgment interest at the rate of 8.5%, commencing to accrue after September 30, 2023.

2. At the February 8, 2024, Board Meeting, the Board authorized a settlement within the following parameters:

-Final Judgment to remain in place.

-Dudley to drop the appeal.

-The General Manager was authorized to reduce Mr. Dudley's attorneys' fees liability by not more than $50,000.

Notwithstanding the above authorization, TMPA did not make any settlement proposal to Mr. Dudley during the mediation and has not made one to date. Staff's plan is to evaluate the settlement proposal, and not make a counterproposal to Mr. Dudley until after consultation with the Board on June 20.

3. Paragraph "7" of the attached settlement proposal would have the parties release all of their claims for monetary damages and attorneys' fees. In this regard, it should be noted that, in the event Mr. Dudley is successful in getting the Final Judgment reversed on appeal and remanded to the trial court, Mr. Dudley will be seeking approximately $200,000 in damages for the loss of the aesthetic value of his trees, plus attorneys' fees.

BACKUP MATERIAL: Settlement Proposal from Mr. Dudley's Counsel.

ACTION REQUESTED: Possible adoption of a motion in open session.

Carl Shahady
6/3/2024

THE SWEARINGEN LAW FIRM

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May 31, 2024

Frederick D. Junkin
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910 Louisiana Street, Suite 4300
Houston, Texas 77002

VIA E-MAIL
fred.junkin@phelps.com

Re: No. 10-23-00422-CV; *Richard Mark Dudley and Deanie Palmer Dudley v. Texas Municipal Power Agency*; In the Tenth Court of Appeals.

FOR SETTLEMENT PURPOSES ONLY - PART OF MEDIATION

Mr. Junkin:

Pursuant to the mediator's proposal for a written submission of a settlement offer by our client prior to the reset of an in-person mediation, my client has authorized us to make the following offer:

1. TMPA to retain a declaration that the Dudleys were not entitled to place or construct and are not entitled to maintain the Obstructions as such is defined in the Final Judgment within the Easement Area without TMPA's consent;

2. TMPA to retain a declaration that the Easement vested TMPA with the right of ingress and egress over, across, and upon the Easement Area for the purposes, among others, of (i) trimming and cutting down trees and shrubbery within or extending into the Easement Area and (ii) removing the Obstructions;

3. TMPA agrees to consent, pursuant to Item No. 1 above, that Dudley may plant, keep, and grow crepe myrtles and undergrowth at the retaining wall and at the common boundary of the neighbor to the east (Lot 6), so long as such crepe myrtles do not grow taller than 8 feet tall as well as other undergrowth that does not exceed that height;

4. TMPA agrees to consent, pursuant to Item No. 1 above, that Dudley may install a pickle ball court with a surface and net that may go onto the Easement area, with the understanding that Dudley shall have no cause for complaint if TMPA damages or destroys such pickle ball court if TMPA has a reasonable need to drive onto or otherwise work on that portion of the Easement area and such use so damages the pickle ball court.

5. If at some point it is reasonably determined that the retaining wall does not permit TMPA reasonable access to all parts of the Easement Area, TMPA may request Dudley to remove a portion of the retaining wall such as to provide TMPA with such reasonable access, and, if Dudley does not reasonably respond to such request, TMPA may remove the required portion of the retaining wall to provide TMPA with such reasonable access. If TMPA so removes such a portion of the retaining wall, TMPA may seek reimbursement for such costs from Dudley. If Dudley believes that TMPA removed more of the retaining wall than was reasonable to provide TMPA such reasonable access, Dudley may seek reimbursement from TMPA for the costs to rebuild that portion of the retaining wall.

6. The injunctive relief shall be stricken and of no force and effect;

7. All parties shall release their claims for all monetary awards relating to the Easement (and the land relating to that Easement) to date, including attorney's fees and loss of the Dudleys' trees;

8. TMPA shall release any claims, and shall make no claims in the future, concerning the Dudleys' installation of the current driveway, and TMPA shall not characterize such existing driveway as an obstruction;

Thank you for your attention to this matter.

Very truly yours,

Robert A. Swearingen

Robert A. Swearingen

CC: Justice Rex Davis via email

RAS/hb
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June 20, 2024

AGENDA ITEM NO. 23

SUBJECT: Future Meeting Dates

DISCUSSION: The date for the next regularly scheduled Board Committee meeting is September 12, 2024 in Denton.

TENTATIVE	December 12, 2024
MEETING	March 13, 2025
DATES:	June 12, 2025

Daniel Meadows
5/28/2024