TEXAS MUNICIPAL POWER AGENCY

BOARD OF DIRECTORS MEETING

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

Cambria Richardson
3605 Shire Blvd.
Richardson TX 75082

Thursday, September 11, 2025
9:00AM

Preliminary matters:

- Call to order
- Public comments

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

1. Resolution No. 2025-9-1, acknowledging the contributions of Alicia Hooks to the Agency; expressing the Agency's appreciation for 7 years of dedicated service; and expressing the hopes of the Agency for an enjoyable and fruitful future.
2. Annual Board Update relating to Fiscal Year 2025
3. Consent Agenda Items:
   A. Consider approval of meeting minutes of the June 5, 2025 Board of Directors meeting.
4. Planning & Operating Committee report relating to results of the Planning & Operating Committee meeting of September 10, 2025.
5. Resolution No. 2025-9-2, expressing official intent to use proceeds of tax-exempt obligations to reimburse the Agency for costs incurred for electric transmission facilities; and resolving matters incidental and related thereto.
6. FY25 Third Quarter Budget Status Report
7. Status report relating to mine reclamation and land matters.
8. Status report relating to environmental and regulatory compliance matters.
9. Status report relating to the TMPA transmission operations and Five-year Transmission Projects Status Report.

10. Resolution No. 2025-9-3, amending the FY2025 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Pruitt 138 kV Terminal Addition Project; and resolving matters incidental and related thereto.

11. Resolution No. 2025-9-4, amending the FY2025 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.

12. Executive session will be held pursuant to the Open Meetings Act for the following items:

    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. 10-25-00265-CV (legal advice under Section 551.071, Government Code)

    C. Status report relating to the sale of SP-50 (value of real property under Section 551.072, Government Code)

    D. Strategic plan relating to the transmission system (competitive matters under Section 551.086, Government Code, and legal advice under Section 551.071, Government Code)

    E. General Manager Annual Performance Review and General Manager Agreement (personnel matter under Section 551.074, Government Code, and 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.

13. Election of Officers (President, Vice President, and Secretary) and approval of appointments to standing committees (Audit & Budget Committee and Personnel Committee) in accordance with Agency Rules & Regulations.

14. Future Meeting Dates

15. Adjourn

September 11, 2025

TMPA AGENDA ITEM NO. 1

SUBJECT: Resolution No. 2025-9-1, acknowledging the contributions of Alicia Hooks to the Agency; expressing the Agency's appreciation for 7 years of dedicated service; and expressing the hopes of the Agency for an enjoyable and fruitful future.

DISCUSSION: Alicia Hooks has served on the P&O Committee since 2018. This Resolution honors Alicia's service to the Agency and conveys the Agency's hopes that she will experience an enjoyable future.

BACKUP MATERIAL: None

ACTION REQUESTED: Consideration and action on Resolution No. 2025-9-1.

RESOLUTION NO. 2025-9-1

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") ACKNOWLEDGING THE CONTRIBUTIONS OF ALICIA HOOKS TO THE AGENCY; EXPRESSING THE AGENCY'S APPRECIATION FOR 7 YEARS OF DEDICATED SERVICE; AND EXPRESSING THE HOPES OF THE AGENCY FOR AN ENJOYABLE AND FRUITFUL FUTURE.

WHEREAS, Alicia Hooks came to the Agency in 2018 as the City of Greenville's representative on the Planning and Operating Committee;

WHEREAS, as a member of the Planning and Operating Committee for 7 years, Alicia Hooks has given the Board of Directors, Planning and Operating Committee and Staff sincere, honest, and wise advice in regard to all aspects of Agency operations;

WHEREAS, the Agency has been fortunate to have received the valuable service of Alicia Hooks throughout her tenure on the Planning and Operating Committee;

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 Agency gives its sincerest thanks and appreciation to Alicia Hooks for her valuable service on the Planning and Operating Committee;

3. That the Agency conveys its best wishes to Alicia Hooks and for her future;

4. That the General Manager of the Agency is instructed to deliver an original copy of this Resolution to Alicia Hooks;

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 11TH DAY OF SEPTEMBER 2025.

____
Summer Spurlock, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Jesse Davis, Secretary
Board of Directors
Texas Municipal Power Agency

September 11, 2025

AGENDA ITEM NO. 2

SUBJECT: Annual Board Update relating to Fiscal Year 2025

DISCUSSION: On July 18, 1975, the cities of Bryan, Denton, Garland, and Greenville passed concurrent ordinances creating the Texas Municipal Power Agency. On July 18, 2025, TMPA celebrated its 50th Anniversary. A brief history of TMPA, prepared by Jan Horbaczewski, is provided to commemorate this occasion.

A verbal summary of FY25 highlights will be provided by TMPA Staff.

BACKUP MATERIAL: **“**TMPA Celebrates its 50th Birthday” (JKH 08/26/25)

ACTION REQUESTED: None

Daniel Meadows
9/11/2025

TMPA Celebrates its 50th Birthday
(JKH 08/26/25)

- Fifty years ago, on July 18, 1975, the cities of Bryan, Denton, Garland, and Greenville passed concurrent ordinances creating the Texas Municipal Power Agency. It was an "emergency birth," as stressed in Section 5 of the ordinances:

  > That the public importance of this measure and the fact that it is to the best interest of the City to create a Municipal Power Agency under the provisions of Article 1435a, V.A.T.C.S., at the earliest possible date constitutes and creates an emergency and an urgent public necessity, requiring that any rule providing for ordinances to be read more than one time or at more than one meeting of the City Council be suspended, and requiring that this ordinance be passed and take effect as an emergency measure, and any such rules or provisions are accordingly suspended and this ordinance is passed as an emergency measure, and shall take effect and be in full force from and after its passage.
  >
  > PASSED AND APPROVED this the 18th day of July, 1975.

- The Cities had wasted no time! The Texas legislature had paved the way with legislation that was passed on May 8, 1975, following unanimous approvals by both the senate (March 24) and the house (April 30). Article 1435a of the Act states:

  > In order to more readily accomplish the purposes of this Act, two or more public entities by concurrent ordinances may create a joint powers agency to be known as a municipal power agency, without taxing power, as a separate municipal corporation, a political subdivision of the state, and body politic and corporate…

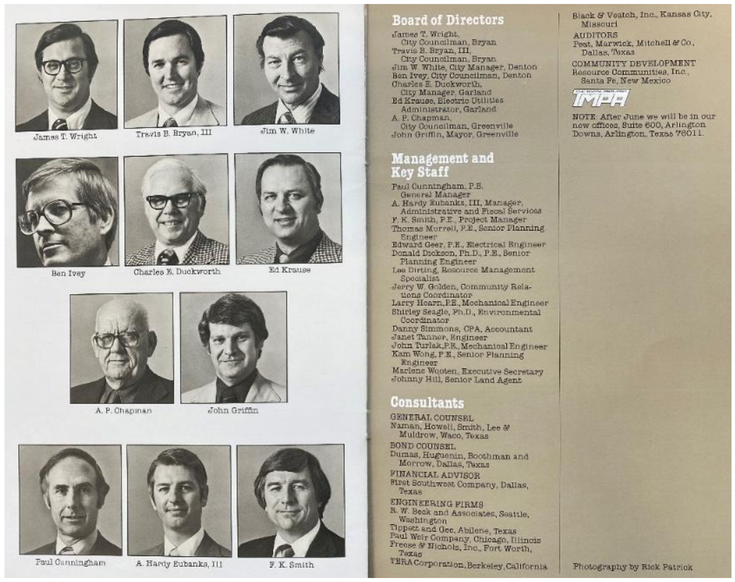
- The dire state of the energy markets at the time is captured in the report prepared by Consulting Engineers R.W. Beck and Associates in March 1975 for TMPA's predecessor, the Texas Municipal Power Pool (p. 34):

  > Although intermittent warnings have been given from various segments of Government and industry that the United States was rapidly approaching a serious deficiency in basic energy supply, it was not until early fall 1973 that conditions crystalized to the point that extremely adverse results were felt by the general public. Subsequent to the time cited, the fuel supply of electric utilities has been exposed to the most traumatic conditions ever experienced in the history of the Country. Petroleum products, when available in the quantities required, have increased in price from three to five times…
  >
  > …Extreme pressure on the part of the federal government to convert existing petroleum-fired generating stations to coal-burning units being planned for electric utilities in the Country has resulted in an unforeseen demand for coal and a parallel dramatic rise in coal prices.

- In August 1976, a year after its creation, TMPA passed Resolution No. 76-8-1 setting the ball in motion for the construction of an electric generating station fueled by local lignite, specifically (Section 2 of the Resolution). The Resolution was signed by Charles Duckworth, President of the Board and City Manager of Garland, sometimes referred to as the "Father of TMPA."):

  > An electric generating plant (including land), steam boiler; steam turbine, electric generator; cooling facilities; associated transmission, transformation and switching facilities so as to connect the plant to existing or proposed facilities; a lignite mine; railroad siding; shops; warehouses; construction camp;

office; dwellings and other structures, fixtures, equipment, supplies or other items which this Board finds are needed or useful in connection with the construction, maintenance, and operation of the plant (and providing fuel for the same) so the electric generating plant shall be placed in service as an operating facility.



TMPA Board of Directors and Key Staff, October 1976

- Given the long lead time for the delivery of mining equipment, TMPA signed a purchase contract for $12.5M with Bucyrus-Erie on September 28, 1977, for a Model 1570W Walking Dragline. Specifications: Working weight 3,920 tons, 320-foot boom, 75 cubic yard excavating bucket, 66-foot diameter "drum" base, and 12' x 70' walking "shoes," and a walking speed of 0.14 m.p.h.

- The sense of urgency is evident in a letter from the Mayor of Greenville, Kenneth Linden, to the U.S. Environmental Protection Agency, dated October 3, 1977:

  …As previously mentioned, this project is very important to us because of potential savings to our citizens for the purchase of energy. These savings to all member cities combined are estimated to be over $100,000 per day. For this reason, we have felt compelled to spend a considerable amount of money for solid, realistic environmental studies in order to expedite review of the project by E.P.A. and the public. We feel we have received our money's worth and that the review, study and reports by our staff and consultants may be the best submitted to E.P.A.

  In summary, I do hereby respectfully request that a Declaration of Negative [Environmental] Impact regarding the Gibbons Creek Steam Electric Station be granted by the Environmental Protection Agency on the basis that previous environmental reviews have been fully and completely conducted and that no further delays are justifiable or reasonably necessary on this.

- A few days later, on October 7, 1977, EPA wrote to objecting parties explaining why it was approving the project:

Obviously, delaying projects such as the GCSES [Gibbons Creek Steam Electric Station] may allow development of more efficient energy alternatives but it would also result in further depletion of our natural gas supply, a resource for which a serious shortage has developed. Projects like the GCSES will produce power while utilizing an energy resource which is plentiful in comparison to natural gas.

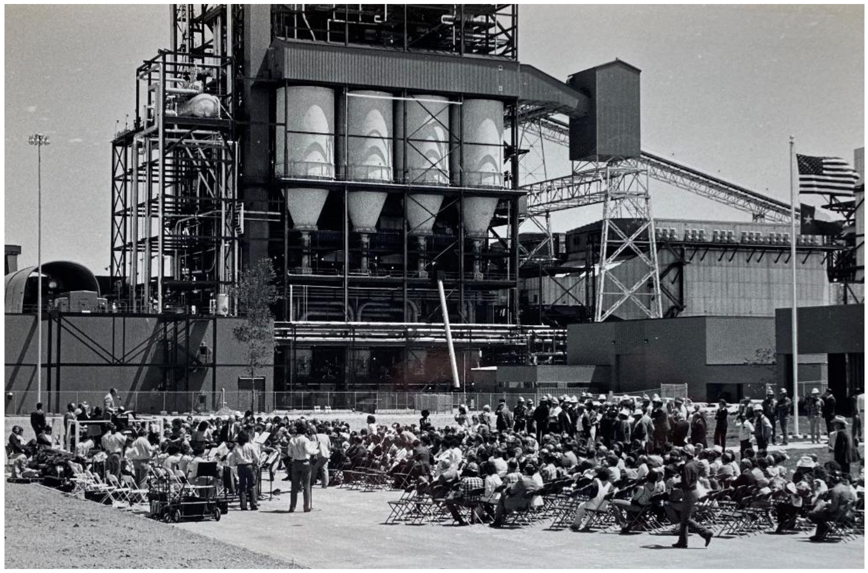
- Construction work at the power plant and the mine progressed in 1980 at the same time as engineering and permitting.

Construction of the Principal Spillway, Gibbons Creek Reservoir, Summer 1980

Delivery of first parts for the dragline, November 10, 1980

- By May 1982, the first dragline was in the field, and it delivered its first load of lignite on September 1, 1982. The generator was put online on October 1, 1982, using oil as the fuel for the initial testing of the turbine. Lignite was first introduced to the furnace on November 4, 1982, for the testing of the pulverizers and for environmental stack emission testing.

- The power plant was formally dedicated on April 21, 1983, and the mine and the power plant were in routine production mode by the summer of 1983.



Dedication of Gibbons Creek Steam Electric Station, April 21, 1983

Dragline in Mine Block B2, summer 1983

- The Gibbons Creek Lignite Mine closed on February 29, 1996, when TMPA switched to a higher quality coal from Wyoming. The Gibbons Creek Steam Electric Station closed following the Board's approval of Resolution No. 2019-6-14 on June 6, 2019.

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 GREENVILLE CITY HALL
THE COUNCIL CHAMBER
2821 WASHINGTON STREET
GREENVILLE, TX 75401

Thursday, June 5, 2025
10:00AM

President Spurlock called the meeting to order at 10:01 AM.

The following people were present at the meeting.

Board Members:

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

Staff:

Daniel Meadows, Lyndi Birkhead and Susie Johnson

Others:

Carl Shahady – Tiemann, Shahady & Hamala, P.C.
Gary Miller - BTU
Tony Puente, Jerry Fielder, Jessica Williams and Mark Zimmerer – Denton Municipal Electric
Darrell Cline, Tom Hancock, David Godfrey and Steve Martin – Garland Power & Light
Alicia Hooks and Michelle Baccheschi – GEUS
Katherine Tapscott - City of Bryan

Public Comments:

Ms. Spurlock asked for comments.

1. **Consent Agenda Items:**

   A. **Consider approval of meeting minutes of the March 13, 2025, Board of Directors meeting.**

Mr. Ratliff moved, seconded by Mr. Nelson, approval of all consent agenda items.

Motion carried; voting as follows:

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

2. Planning & Operating Committee report relating to results of the Planning & Operating Committee meetings of May 7, 2025 and June 5, 2025.

An update was provided by Mr. Cline.

3. Status report relating to the mine reclamation and land matters.

An update was provided by Mr. Meadows.

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

An update was provided by Mr. Meadows.

5. Audit and Budget Committee report relating to the May 21, 2025 Committee meeting.

An update was provided by Mr. Nelson.

6. FY25 Second Quarter Budget Status Report

An update was provided by Ms. Birkhead

7. FY26 Annual Budgets, including FY25 Budget Package

A. Resolution No. 2025-6-1 adopting a Generation budget for FY26
B. Resolution No. 2025-6-2 adopting a Mine budget for FY26
C. Resolution No. 2025-6-3 adopting a Transmission budget for FY26

Mr. Ratliff moved, seconded by Ms., Harting approval of Resolution No. 2025-6-1, Resolution No. 2025-6-2 and Resolution No. 2025-6-3.

Motion carried; voting as follows:

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

8. FY26 Budget Charges

A. Resolution No. 2025-6-4 establishing Generation charges for FY26
B. Resolution No. 2025-6-5 establishing Mine charges for FY26

Mr. Jefferies moved, seconded by Ms. Harting, approval of Resolution No. 2025-6-4, and Resolution No. 2025-6-5.

Cheek – Absent	Jefferies – Aye

Nelson – Aye	Ratliff – Aye
Spurlock – Aye	Register – Aye
Harting – Aye	Davis – Aye

9. Resolution No. 2025-6-6, adopting and approving an Annual Transmission System Capital Budget for the Agency for the Fiscal Year October 1, 2025 through September 30, 2026; and resolving matters incidental and related thereto

Mr. Ratliff moved, seconded by Mr. Davis, approval of Resolution No. 2025-6-6,

Motion carried; voting as follows:

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

10. Status reports relating to transmission operations and five-year transmission capital project plan

An update was provided by Mr. Meadows.

11. Resolution No. 2025-6-7, amending the FY2025 Annual Transmission System Capital Budget by appropriating funds for the Lee Street Substation Interconnecting Lines Project and resolving matters incidental and related thereto

Ms. Harting moved, seconded by Mr. Davis, approval of Resolution No. 2025-6-7,

Motion carried; voting as follows:

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

12. Resolution No. 2025-6-8, amending the FY2025 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the State Highway 30 Pole Relocation Project and resolving matters incidental and related thereto

Mr. Ratliff moved, seconded by Mr. Nelson, approval of Resolution No. 2025-6-8,

Motion carried; voting as follows:

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

13. Resolution No. 2025-6-9, amending the FY2025 Annual Transmission System Capital Budget by appropriating funds for the Gibbons Creek Physical Security Enhancements Project and resolving matters incidental and related thereto

Mr. Jefferies moved, seconded by Mr. Nelson approval of Resolution No. 2025-6-9,

Motion carried; voting as follows:

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

14. <u>Executive session will be held pursuant to the Open Meetings Act (Chapter 551, Government Code) for the following item:</u>

No items were brought to Executive Session for the June 5, 2025 Board of Directors Meeting.

15. <u>Future Meeting Dates</u>

By general consensus of the Board, the next Board meeting is tentatively set for September 11, 2025.

16. <u>Adjourn</u>

By general consensus of the Board, the meeting adjourned at 10:45 AM.

September 11, 2025

AGENDA ITEM NO. 4

SUBJECT: Planning & Operating Committee report relating to results of the Planning & Operating Committee meeting of September 10, 2025.

DISCUSSION: The P&O Committee Chair will present major discussion topics and action items taken at the September 10, 2025 meeting.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Darrell Cline
9/11/2025

September 11, 2025

AGENDA ITEM NO. 5

SUBJECT: Resolution No. 2025-9-2, expressing official intent to use proceeds of tax-exempt obligations to reimburse the Agency for costs incurred for electric transmission facilities; and resolving matters incidental and related thereto.

DISCUSSION: The Agency reimburses its transmission operators for the costs of transmission capital projects and then utilizes the tax-exempt revolving note program to reimburse the Agency. Federal regulations related to tax-exempt obligations require a statement of official intent of an issuer to reimburse itself with proceeds of tax-exempt obligations for eligible costs paid with other funds of the issuer. The purpose of this Resolution is to comply with these regulations.

Beginning with the FY27 budget process, TMPA will include language similar to this Resolution in the proposed budget resolutions.

BACKUP MATERIAL: None

ACTION REQUESTED: Consideration and action on Resolution No. 2025-9-2.

Lyndi Birkhead
9/11/2025

RESOLUTION NO. 2025-9-2

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") EXPRESSING OFFICIAL INTENT TO USE PROCEEDS OF TAX-EXEMPT OBLIGATIONS TO REIMBURSE THE AGENCY FOR COSTS INCURRED FOR ELECTRIC TRANSMISSION FACILITIES; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, the Agency has heretofore been created and established as a joint powers agency, a municipal corporation, a political subdivision of the State of Texas and a body politic and corporate pursuant to the provisions of Texas Utilities Code, Chapter 163, and operates in accordance with Subchapter C-1 of said Chapter 163 and has been duly created through the adoption of concurrent ordinances by each of the City of Bryan, the City of Denton, the City of Garland, and the City of Greenville, Texas, each of which cities is a municipal corporation of the State of Texas and a home rule city; and

WHEREAS, the Board of Directors of the Agency hereby determines that it is necessary and desirable to acquire, construct and equip electric transmission facilities (the "Project"); and

WHEREAS, the Agency expects that it will pay expenditures in connection with the Project prior to the issuance of tax-exempt obligations (the "Obligations") to finance the Project; and

WHEREAS, the Agency finds, considers, and declares that the reimbursement of the Agency for the payment of such expenditures will be appropriate and consistent with the lawful objectives of the Agency and, as such, chooses to declare its intention to reimburse itself for such payments at such time as the Agency issues Obligations to finance the Project.

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

SECTION 1. **EXPECTATION TO INCUR DEBT.** The Agency reasonably expects to incur debt, as one or more series of Obligations, with an aggregate maximum principal amount not to exceed $60,000,000, for the purpose of paying the costs of the Project.

SECTION 2. **REIMBURSEMENT OF PRIOR EXPENDITURES.** All costs to be reimbursed pursuant hereto will be capital expenditures. No tax-exempt Obligations will be issued or incurred by the Agency in furtherance of this Resolution after a date which is later than 18 months after the later of (1) the date the expenditures are paid, or (2) the date on which the project or projects, with respect to which such expenditures were made, is placed in service.

SECTION 3. **THREE-YEAR LIMITATION FOR REIMBURSEMENT.** The foregoing notwithstanding, no Obligations will be issued pursuant to this Resolution more than three years after the date any expenditure which is to be reimbursed is paid.

SECTION 4. **INCORPORATION OF RECITALS**. The Board of Directors hereby finds that the statements set forth in the recitals of this Resolution are true and correct and hereby incorporates such recitals as a part of this Resolution.

SECTION 5. EFFECTIVE DATE. This Resolution shall become effective immediately upon passage thereof.

PASSED AND APPROVED THIS 11TH DAY OF SEPTEMBER 2025.

____
Summer Spurlock, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ________________________________
Jesse Davis, Secretary
Board of Directors
Texas Municipal Power Agency

September 11, 2025

AGENDA ITEM NO. 6

SUBJECT: FY25 Third Quarter Budget Status Report

DISCUSSION: This report, along with the attachments, provides a comparison of actual cost performance to budgets (approved 6/27/24) for each business unit of TMPA as of the end of Q3, 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	$204	$89	($115)	(56.3%)
Other Revenues Excluding City Billings	($7)	($3)	$4	58.1%
Total Budget Variance			**($111)**	**(56.2%)**

MINE – Projection to Year-end (in thousands)				
Cost Type	**Approved Budget**	**Projection**	**(Under) / Over**	**Percentage Change**
Fixed Costs - Non-Debt	$638	$648	$10	1.5%
Other Revenues Excluding City Billings	($22)	($31)	($9)	(38.8%)
Total Budget Variance			**$1**	**0.1%**

TRANSMISSION – Projection to Year-end (in thousands)				
Cost Type	**Approved Budget**	**Projection**	**(Under) / Over**	**Percentage Change**
Fixed Costs - Non-Debt	$8,177	$7,998	($179)	(2.2%)
Fixed Costs - Debt	$18,115	$17,368	($747)	(4.1%)
Other Revenues	($35,742)	($36,569)	($827)	(2.3%)
Total Budget Variance			**($1,753)**	**(18.6%)**
Debt Service Coverage	1.25X	2.09X		Exceeds requirement

A&G costs are projected to be under budget ($137K) primarily due to reduced insurance premiums.

Generation Division - Total Costs are projected to be under budget by $111K in FY25.

1. Consulting Services are $50K lower due to lower than projected activity by GCERG at the former plant site and slow progress with obtaining regulatory closure.
2. Legal Services are $35K lower as remediation continues to wrap up at the former plant site.

Mine Division - Total Costs are projected to be over budget by $1K in FY25.

1. Mine Maintenance is $70K higher as seep maintenance costs were higher than anticipated in Q1. Additionally, seep work was needed in Q3 for hog repair and prevention.
2. Legal Services are $40K lower as mine work continues to wrap up.

Transmission Division - Total Costs are projected to be under budget by $1.8M in FY25.

1. Property Insurance is $86K lower as the market softened over the few months, providing for reduced premiums.
2. Contractor Maintenance is $280K lower primarily due to vegetation management coming in lower than budgeted.
3. Consulting Services are $75K higher due to (a) efforts to research and develop opportunities in transmission projects throughout ERCOT and (b) various consulting expenses that were previously charged to A&G that are now being charged directly to Transmission as they serve the Transmission business only.
4. Other Fixed Costs – Non-Debt are $249K 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 $893K lower as the issuance of the 2025 bonds, as approved at the March Board meeting, will close on July 31, which is later in the fiscal year than budgeted. Capital spending and the remaining capacity of the Note Program continue to be monitored closely.
6. Revolving Notes Interest is $147K higher for the same reason stated above. The longer the balance of outstanding Notes remains high, the higher the short-term interest cost.
7. Transmission System Revenue is $654K higher as the 2024 Average 4CP is higher than estimated.
8. Other Revenue is $135K higher primarily due to a gain recognized on the asset swap with Bryan, as approved at March Board meeting.

NOTE: There is no FY25 charge to the Member Cities for the Transmission division since revenues exceed expenses.

At the end of FY25, TMPA will distribute Transmission revenues to the Cities. This distribution is currently estimated to be $14.3M. This estimate includes TMPA's retention of a Transmission cash reserve of 120 days of FY26's Transmission operating expenses. This estimated distribution has been reviewed by the Financial Working Group and will continue to be reviewed as the amounts are finalized in the coming months. They will be presented to the Board at the December Board meeting and wired to the Cities shortly thereafter.

BACKUP MATERIAL:	Attachment A: Generation FY25 Q3 Rate Sheet Attachment B: Mine FY25 Q3 Rate Sheet Attachment C: Transmission FY25 Q3 Rate Sheet
ACTION REQUESTED:	None

Lyndi Birkhead
9/3/25

Generation

FY25 Q3 Key Budget Driver Rate Sheet

FY25 Approved Budget Compared to YTD June Actual and to Year-end Projection

	FY25 Budget Approved 6/27/24 YTD June	FY25 Actual YTD June	(Under) Over Budget	Percentage Change	FY25 Budget Approved 6/27/24	FY25 Year-end Projection as of June	(Under) Over Budget	Percentage Change
Fixed Costs								
S02 Consulting Services	63,750	24,861	(38,889)	-61.0%	85,000	35,000	(50,000)	-58.8%
S04 Legal Services	45,000	11,488	(33,512)	-74.5%	60,000	25,000	(35,000)	-58.3%
Other Fixed Costs - Non-Debt	1,875	0	(1,875)	-100.0%	2,500	1,000	(1,500)	-60.0%
Allocation of A&G	38,500	17,453	(21,047)	-54.7%	56,791	28,353	(28,438)	-50.1%
TOTAL FIXED COSTS	**$ 149,125**	**$ 54,372**	**$ (94,753)**	**-63.5%**	**$ 204,291**	**$ 89,353**	**$ (114,938)**	**-56.3%**
Other Revenues								
I73 Interest Income	(4,795)	(2,199)	2,596	54.1%	(7,152)	(3,000)	4,152	58.1%
TOTAL OTHER REVENUES	**$ (4,795)**	**$ (2,203)**	**$ 2,592**	**54.1%**	**$ (7,152)**	**$ (3,000)**	**$ 4,152**	**58.1%**
TOTAL COSTS	**$ 144,330**	**$ 52,169**	**$ (92,160)**	**-63.9%**	**$ 197,139**	**$ 86,353**	**$ (110,786)**	**-56.2%**

	Budget Approved in FY23**	Actual Spent in FY23-24	Actual Spent in FY25 as of 6/30/25	Reserved Balance as of 6/30/25***
Site F Landfill Legal Costs*	500,000	144,752	2,153	353,095

** Expenses, up to the approved $500K, do NOT impact the FY25 budget and are NOT included in the analysis above.*

*** In FY23, $500K was budgeted specifically for legal costs related to the Site F Landfill 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
FY25 Q3 Key Budget Driver Rate Sheet
FY25 Approved Budget Compared to YTD June Actual and to Year-end Projection

	FY25 Budget Approved 6/27/24 YTD June	FY25 Actual YTD June	(Under) Over Budget	Percentage Change	FY25 Budget Approved 6/27/24	FY25 Year-end Projection as of June	(Under) Over Budget	Percentage Change
Fixed Costs								
M44 Mine Maintenance	155,000	218,191	63,191	40.8%	180,000	250,000	70,000	38.9%
R51 Contractor Maintenance	26,600	9,000	(17,600)	-66.2%	35,000	15,000	(20,000)	-57.1%
S02 Consulting Services	129,600	116,180	(13,420)	-10.4%	165,000	150,000	(15,000)	-9.1%
S04 Legal Services	45,000	12,345	(32,655)	-72.6%	60,000	20,000	(40,000)	-66.7%
Other Fixed Costs - Non-Debt	17,223	27,060	9,838	57.1%	20,630	28,100	7,470	36.2%
Allocation of A&G	120,232	170,540	50,308	41.8%	177,354	184,395	7,041	4.0%
TOTAL FIXED COSTS	**$ 493,655**	**$ 553,317**	**$ 59,662**	**12.1%**	**$ 637,984**	**$ 647,495**	**$ 9,511**	**1.5%**
Other Revenues								
I76 Interest Income	(14,974)	(23,544)	(8,570)	-57.2%	(22,335)	(31,000)	(8,665)	-38.8%
TOTAL OTHER REVENUES	**$ (14,974)**	**$ (23,544)**	**$ (8,570)**	**-57.2%**	**$ (22,335)**	**$ (31,000)**	**$ (8,665)**	**-38.8%**
TOTAL COSTS	**$ 478,680**	**$ 529,772**	**$ 51,092**	**10.7%**	**$ 615,649**	**$ 616,495**	**$ 846**	**0.1%**

ATTACHMENT C

Transmission

FY25 Q3 Key Budget Driver Rate Sheet

FY25 Approved Budget Compared to YTD June Actual and to Year-end Projection

	FY25 Budget Approved 6/27/24 YTD June	FY25 Actual YTD June	(Under) Over Budget	Percentage Change	FY25 Budget Approved 6/27/24	FY25 Year-end Projection as of June	(Under) Over Budget	Percentage Change
Fixed Costs								
L01 Labor & Benefits	526,289	504,565	(21,724)	-4.1%	706,573	700,574	(6,000)	-0.8%
R06 Bank Charges	125,000	66,551	(58,449)	-46.8%	159,500	159,500	-	0.0%
R41 Property Insurance	476,745	451,156	(25,589)	-5.4%	685,660	600,000	(85,660)	-12.5%
R51 Contractor Maintenance	1,500,900	1,220,645	(280,255)	-18.7%	2,014,100	1,733,656	(280,444)	-13.9%
S02 Consulting Services	-	50,914	50,914	-100.0%	-	75,000	75,000	-100.0%
S04 Legal Services	156,250	178,728	22,478	14.4%	190,000	225,000	35,000	18.4%
Other Fixed Costs - Non-Debt	1,666,399	1,465,893	(200,506)	-12.0%	2,148,197	2,346,853	198,656	9.2%
Allocation of A&G	1,541,050	1,486,314	(54,736)	-3.6%	2,273,199	2,157,768	(115,431)	-5.1%
Subtotal Fixed Costs - Non-Debt	**$ 5,992,633**	**$ 5,424,765**	**$ (567,868)**	**-9.5%**	**$ 8,177,230**	**$ 7,998,350**	**$ (178,880)**	**-2.2%**
R57-R58 Debt Service - Bonds	9,634,476	8,823,781	(810,695)	-8.4%	13,183,807	12,290,352	(893,455)	-6.8%
R55 Revolving Notes Interest	1,127,597	1,401,867	274,270	24.3%	1,503,463	1,650,000	146,537	9.7%
R62 Debt Coverage Payment	2,570,843	2,570,843	-	0.0%	3,427,790	3,427,790	-	0.0%
Subtotal Fixed Costs - Debt	**$ 13,332,916**	**$ 12,796,490**	**$ (536,425)**	**-4.0%**	**$ 18,115,059**	**$ 17,368,142**	**$ (746,917)**	**-4.1%**
TOTAL FIXED COSTS	**$ 19,325,548**	**$ 18,221,255**	**$ (1,104,293)**	**-5.7%**	**$ 26,292,289**	**$ 25,366,492**	**$ (925,797)**	**-3.5%**
Other Revenues								
I50 Transmission System Revenue	(26,320,378)	(26,756,426)	(436,048)	-1.7%	(34,925,265)	(35,579,337)	(654,072)	-1.9%
I70-I75 Interest Income	(522,776)	(555,954)	(33,179)	-6.3%	(714,289)	(752,853)	(38,564)	-5.4%
Other Revenue	(36,587)	(90,838)	(54,250)	-148.3%	(102,750)	(237,299)	(134,549)	-130.9%
TOTAL OTHER REVENUES	**$ (26,879,741)**	**$ (27,403,218)**	**$ (523,477)**	**-1.9%**	**$ (35,742,304)**	**$ (36,569,489)**	**$ (827,185)**	**-2.3%**
TOTAL COSTS / (REVENUES)	**$ (7,554,193)**	**$ (9,181,963)**	**$ (1,627,770)**	**-21.5%**	**$ (9,450,015)**	**$ (11,202,997)**	**$ (1,752,982)**	**-18.6%**

September 11, 2025

AGENDA ITEM NO. 7

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

DISCUSSION:

Bond Release (45 acres) approved on 07/24/25

On 09/10/24, TMPA filed an application with the Railroad Commission of Texas (RCT) for final bond release on 45 acres on the side-slopes at Seep 9A and the Commissioners approved it on 06/17/25. See yellow shaded area on Figure 1. The turn-around time of 9 months was shorter than in previous applications.

Since this was a full bond release, TMPA was eligible for a release of funds from the mine sale escrow account and received $305,593 (45 ac x $6,802/ac) on 07/24/25.

Next (and last) Bond Release

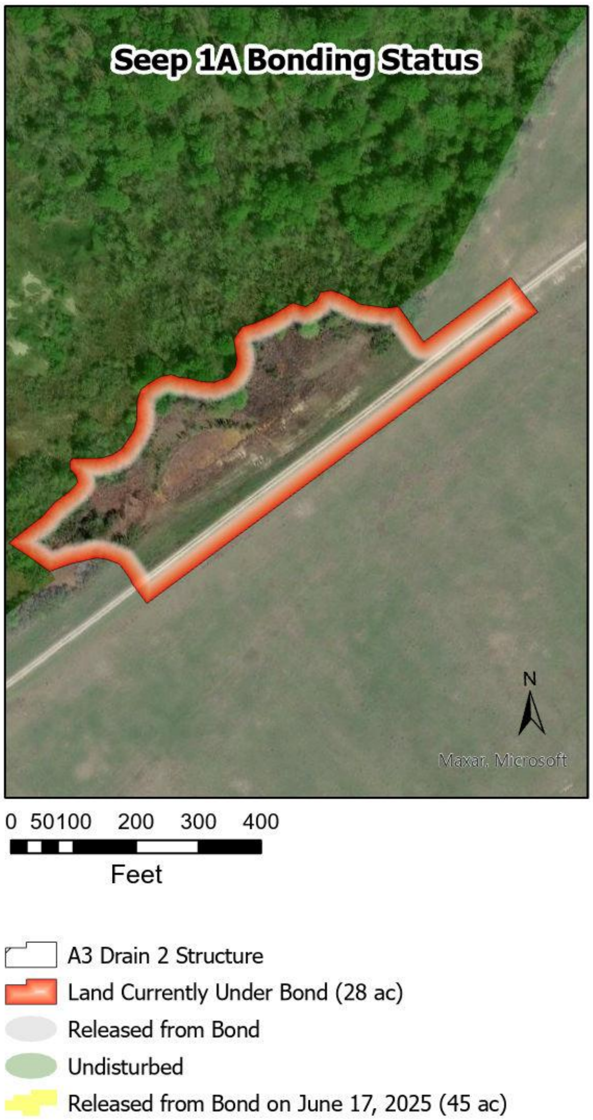
There now remain 28.2 acres of land still bonded at the mine – Seep 1A (3.8 acres) and Seep 9A (24.4 acres). See red bordered area on Figure 1. Since this is the first time in Texas that bond release is being requested on acid seeps, the Railroad Commission suggested that TMPA submit a bond release application unofficially so that Staff could review it and decide on an approach for approving such requests.

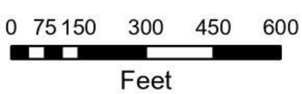
TMPA submitted its application unofficially on 07/30/25 and a follow-up TEAMS conference call with the Staff was held on 08/13/25. There were seven RCT Staff on the call; TMPA was represented by Daniel Meadows and Jan Horbaczewski. Staff's main concern is how long monitoring will need to be maintained to provide enough assurance that there will be no long-term adverse impacts. TMPA has been monitoring both seeps monthly since 2003 and is preparing detailed reports to support its position. TMPA presented a draft of the report for Seep 1A on the TEAMS call. The report was well received and Staff requested TMPA to submit final reports for both seeps for review before an application is made for final bond release.

Seep 9A Mitigation

The moderate temperatures and even rainfall of 9 inches since the last Board Meeting in June have continued to support vigorous growth of vegetation in the Seep 9A drainage (Figures 2 and 3).

Figure 1 – Bonding Status of Permit 38D Seep 1A and Seep 9A as of August 28, 2025





Path: T:\tmpa\250204 Permit 38D Leftover Bond Release\working\gis_administrative\LeftoverBondCleanuUp\LeftoverBondCleanuUp.aprx

Figure 2 – Vegetation in the bottom of the Seep 9A drainage
(Red-topped pipe marks the boundary between the area still bonded to the left, and the area released from bonding to the right)
(View north, 08/25/25)

Figure 3 – Vegetation in the bottom of the Seep 9A drainage
(Red-topped pipe marks boundary between the area still bonded to the right, and the area released from bonding to the left)
(View south, 08/25/25)

Seep 1A Mitigation

In the spring of 2025, TMPA fenced off the Seep 1A mitigation area to protect the permanent vegetation planted in spring 2024 from further hog rooting. The fence has successfully kept the hogs and cattle out (Figures 4 and 5).

Figure 4 – Vegetation becoming established in fenced area at Seep 1A
(View northwest, 08/25/25)

Figure 5 – "Cattle trail" around Seep 1A protective fence
(View northeast, 08/25/25)

Sale of Pond SP-50 Property (723 acres)

The General Manager will report in executive session on any developments in the sale of the Pond SP-50 property.

BACKUP MATERIAL: None

ACTION REQUESTED: None

Jan K. Horbaczewski
Daniel Meadows
08/29/25

September 11, 2025

AGENDA ITEM NO. 8

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. The physical work was considered complete by GCERG on August 31, 2024.

GCERG has had difficulty obtaining regulatory closure with the Texas Commission on Environmental Quality (TCEQ). The final Regulatory Closure task was originally scheduled to occur on November 1, 2023. Due to TCEQ's requirement for additional groundwater monitoring, Regulatory Closure of all the CCR units is not expected until 2027.

TMPA estimates that the remediation project is **96% complete** with only the final administrative and regulatory tasks remaining to close Site A Landfill, Site F Landfill, Scrubber Sludge Pond, and Ash Ponds.

With the release from Escrow of $143k in early July, the Escrow Balance is currently at $2.85 million. Per the APA, this balance will remain as retention until TMPA certifies that all post-closure bonds are in place as required by the APA. 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. The current total security available is shown below.

Escrow Amount:	2,854,600
Regulatory Closure Bond Amount:	32,558,000
Total Security Available:	**35,412,600**

BACKUP MATERIAL: None

ACTION REQUESTED: None

Daniel Meadows
9/1/2025

September 11, 2025

AGENDA ITEM NO. 9

SUBJECT: Status reports relating to Transmission Operations and the Five-Year Transmission Project Plan.

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 Project Status Report

ACTION REQUESTED: None

Daniel Meadows
9/11/2025

TRANSMISSION OPERATIONS STATUS REPORT

Outage Summary:

During the months of May, June and July 2025, TMPA had 8 planned outages on the 345kV system, 13 planned outages on the 138kV system and no planned outages on the 69kV system. There was one forced extension on the 345kV system (Gibbons Creek to Singleton) and no forced extensions on the 138kV and 69kV systems. There was one unplanned outage on the 345kV system and no unplanned outages on the 138kV and 69kV systems.

The unplanned outage is detailed below:

> **5/6/25** Jack Creek breaker 5050 locked out at 13:09 and was closed back at 16:39; this was due to storms in the area.

Personnel Summary:

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

Steve Martin
Matt Carter
8/21/2025

TMPA Transmission Operations Report
2025

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	2025 Total
Planned Outages													
345 Kv	4	1	5	8	2	2	4						**26**
138 Kv	2	1	2	13	0	6	7						**31**
69 Kv	0	1	0	0	0	0	0						**1**
Devices requested													**58**
Un-Planned Outages													
345 Kv	1	0	1	2	1	0	0						**5**
138 Kv	1	1	0	1	0	0	0						**3**
69 Kv	0	0	0	0	0	0	0						**0**
													8
Forced Extension Outages													
345 Kv	0	0	0	2	1	0	0						**3**
138 Kv	0	1	1	1	0	0	0						**3**
69 Kv	0	1	0	0	0	0	0						**1**
													7

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

Five-Year Transmission Projects Status Report as of August 2025

Project Name	Project No.	Total Approved / NOT Approved	Approved Funds Remaining as of 9/30/24 or Date of Approval (if later)	FY25	FY26	FY27	FY28	FY29
Steep Hollow to Keith Switch - Rebuild/Grounding Enhancement	T20002	$ 12,800,000	$ 4,633,001	*$ 2,000,000*				
				$ 2,000,000				
Ben Davis Breaker Replacement	T20004	$ 4,290,000	$ 2,398,445	*$ 150,000*	*$ 855,000*			
					$ 1,059,233			
Pruitt 138kV Terminal Addition	T21005	$ 3,700,000	$ 3,115,201	*$ 512,701*	*$ 2,602,500*			
					$ 3,700,000			
Gibbons Creek Decommission Transmission Phase II	T21006	$ 5,910,000	$ 1,992,351	*$ 2,041,780*				
				$ 2,041,780				
Gibbons Creek Data Center Terminal Additions	T22002	$ 3,000,000	$ 3,000,000					*$ 3,000,000*
								$ 3,000,000
Dansby to Steep Hollow Rebuild	T22003	$ 21,500,000	$ 8,929,025	*$ 8,274,805*				
				$ 12,537,957				
Greenville Interchange to Pruitt New Line & Station (Makalu)	T22004	$ 12,500,000	$ 12,490,462	*$ 36,727*	*$ 2,353,735*	*$ 2,000,000*	*$ 8,100,000*	
							$ 12,500,000	
Rayburn Country 138kV POI	T22005	$ 4,062,500	$ 3,468,503	*$ 3,874,753*				
				$ 4,468,750				
Brazos Interconnection at Denton West Interchange	T24001	$ 3,530,400	$ 3,516,526	*$ 463,568*	*$ 636,640*	*$ 1,566,318*	*$ 850,000*	
							$ 3,530,400	
Spencer Interchange Transformer Upgrade	T24002	$ 2,450,000	$ 794,697	*$ 109,638*				
				$ 109,638				
Shelby to Nevada Transmission Line Extension	T24003	$ 2,700,000	$ 2,700,000		*$ 700,000*	*$ 2,000,000*		
						$ 2,700,000		
Industrial Substation Bypass	T24004	$ 174,900	$ 174,900	*$ 15,739*	*$ 162,261*			
					$ 178,000			
Transformer Dissolved Gas Monitor	T24006	$ 108,750	$ 108,750	*$ 100,000*				
				$ 100,000				
Yellow Wolf Cut-in to Gibbons Creek-Limestone	T24007	$ 500,000	$ 500,000	*$ 155,951*				
				$ 155,951				
Relay Panel Replacement Project at Denton West	T24008	$ 96,800	$ 96,800		*$ 96,800*			
					$ 96,800			
GC Switchyard Subsurface and Surface Modifications	T25001	$ 8,300,000	$ 8,300,000	*$ 6,300,000*	*$ 2,000,000*			
				$ 6,300,000	$ 2,000,000			
GC-Zenith Ckt 18 (CNP) Protection Scheme	T25002	$ 845,000	$ 845,000	*$ 50,000*	*$ 795,000*			
					$ 845,000			
GC-Greens Prairie 138 kV Reconductor	T25003	$ 4,786,000	$ 4,786,000	*$ 2,393,000*	*$ 2,393,000*			
					$ 4,786,000			
Nevada to Royse 138kV Conductor Replacement	T25004	$ 100,000	$ 100,000	*$ 58,999*				
				$ 58,999				
Lee Street Interconnecting Lines	T25005	$ 1,950,000	$ 1,950,000		*$ 1,755,000*	*$ 195,000*		
						$ 1,950,000		
GC Physical Security Enhancements	T25006	$ 2,112,600	$ 2,112,600	*$ 50,000*	*$ 2,062,600*			
					$ 2,112,600			
POI at Pruitt Switching Station (supplemental to T21005)	T21005	$ 20,461,000	$ -		*$ 20,461,000*			
					$ 20,461,000			
Denton West-Roanoke (Related to Oncor Ramhorn-Dunham)		$ 15,800,000			$ 15,800,000			
Denton West Auto Transformer		$ 14,700,000			$ 2,300,000	$ 4,900,000	$ 5,400,000	$ 2,100,000
Buffalo Prairie Storage (150 MW)		$ 10,200,000				$ 4,000,000	$ 6,200,000	
Little Ridge Storage (250 MW)		$ 9,500,000				$ 8,500,000	$ 1,000,000	
Texas Cotton Solar (Jack Creek)		$ 10,000,000						$ 5,000,000
Spencer Interchange to Pockrus T-line Reconstruction		$ 7,290,000						
TMPA Capital Spending (Approved)				**$ 26,587,661**	**$ 16,412,536**	**$ 5,761,318**	**$ 8,950,000**	**$ 3,000,000**
TMPA Investments Placed In-Service (Approved)				**$ 27,773,074**	**$ 14,777,633**	**$ 4,650,000**	**$ 16,030,400**	**$ 3,000,000**

TXDOT Reimbursable Projects:								
State Highway 30 Pole Relocation Project	T24009	$ 6,050,000	$ 6,050,000		$ 6,050,000			
West Loop 288-West Denton to Fort Worth T-line Relocation		$ 3,300,000	$ -		$ 1,200,000	$ 2,100,000		
West Loop 288-Masch Branch to North Denton T-line Relocation		$ 3,300,000	$ -		$ 1,200,000	$ 2,100,000		
East Loop 288 and Hwy 380 TML Reroute		$ 2,300,000	$ -		$ 1,500,000	$ 800,000		

Project number not yet assigned/unapproved projects not included in totals

Projected dollars spent

Projected placed in-service

September 11, 2025

AGENDA ITEM NO. 10

SUBJECT: Resolution No. 2025-9-3, amending the FY2025 Annual Transmission System Capital Budget by increasing the amount that is authorized to be expended on the Pruitt 138 kV Terminal Addition Project; and resolving matters incidental and related thereto.

DISCUSSION: The Board authorized this project in 2021 to interconnect a 151 MW solar generating station to the Pruitt Substation. As originally proposed, the project would have involved the construction of a 0.8-mile 138 kV transmission line, the construction of a new 138 kV line position, and the relocation of an existing line terminal.

The Pruitt Substation, located on land owned by Oncor, contains equipment separately owned by Oncor and equipment separately owned by TMPA.

This Resolution would authorize a substantial increase in the scope of this Project to accommodate a request by Oncor to make room for a second distribution power transformer at the station, by expanding the station footprint by 60,000 square feet, increasing the 4-position breaker ring-bus to 6 positions, and providing for one spare terminal for future use. In addition, the transmission line length would be increased from 0.8 miles to 1.9 miles in order to accommodate the solar generating station.

To make provision for this change in scope, which would amount to a complete rebuild the Pruitt Substation, this Resolution would increase the amount that is authorized to be expended on this Project from $3,700,000 to $24,161,000.

BACKUP MATERIAL: Capital Project Supplemental Proposal

ACTION REQUESTED: Consideration and action on Resolution No. 2025-9-3.

Daniel Meadows
9/11/2025

RESOLUTION NO. 2025-9-3

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2025 ANNUAL TRANSMISSION SYSTEM CAPITAL BUDGET BY INCREASING THE AMOUNT THAT IS AUTHORIZED TO BE EXPENDED ON THE PRUITT 138 KV TERMINAL ADDITION PROJECT; AND RESOLVING MATTERS INCIDENTAL AND RELATED THERETO.

WHEREAS, in order to interconnect a solar generating station to the ERCOT grid, the Board previously approved the Pruitt 138 kV Terminal Addition Project (the "Project"), involving the construction of a 0.8-mile transmission line, the construction of a new 138 kV line position, and the relocation of an existing line terminal;

WHEREAS, subsequent to the approval of this Project, the Agency has been requested by Oncor to make modifications to the Pruitt Substation necessary to accommodate a second distribution power transformer at the station (the "Substation Scope Changes");

WHEREAS, due to routing considerations relating to the solar generating station, it is necessary to increase the length of the planned transmission line from 0.8 miles to 1.9 miles (the "Transmission Line Scope Changes"); and,

WHEREAS, in order to achieve the Substation Scope Changes and the Transmission Line Scope Changes, it is necessary to increase the amount that is authorized to be expended on this 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 FY2025 Annual Transmission System Capital Budget is amended by increasing the amount that is authorized to be expended on the Project from $3,700,000 to $24,161,000;

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 11TH DAY OF SEPTEMBER 2025.

____
Summer Spurlock, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Jesse Davis, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROJECT SUPPLEMENTAL PROPOSAL

PROJECT TITLE: T21005	Pruitt 138kV Terminal Addition				
DATE OF REQUEST: 8-8-2025	**PROJECT MANAGER:** Eric Carter			✔ **GP&L** ☐ **DME**	
REVISED PROJECT COST: $ 24,161,000	**PREV. APPROVED:** $ 3,700,000	**START DATE:** July 2021		**CAPITAL PLAN YEAR:** 2025	
CASH FLOW $ SPENT	**FY25:** $ 1,500,000	**FY26:** $ 22,661,000	**FY27:** $	**FY28:** $	**FY29:** $
YEAR(S) $ PLACED IN-SVC	**FY25:** $	**FY26:** $ 24,161,000	**FY27:** $	**FY28:** $	**FY29:** $

UPDATED DESCRIPTION OF PROJECT (INCLUDING BACKGROUND, ASSUMPTIONS, & PROJECT BENEFITS):

Background: The initial project was to build a 0.8 mile 138kV transmission line and a new 138kV line terminal at Pruitt Switch for the Pink Solar interconnection. The new line terminal will require a breaker, switches, line protection panel and instrumentation transformers to integrate the new terminal into the existing protection scheme.

New Scope: Since the initiation of this project, TMPA has received a request from Oncor for a second distribution power transformer position at the station. To improve the separation of Oncor and TMPA equipment, this supplemental proposal would increase the station footprint by 60,000 sq. ft. and expand the existing 4 position breaker ring-bus to 6 positions satisfying all current requests and providing for one future terminal. In addition, the transmission line length has increased to 1.9 miles due to routing considerations by Pink Solar.

The resulting complete rebuild of the Pruitt station would be designed for 138kV, 3000 amp, 6-position ring bus to accommodate (2) existing TMPA transmission lines (Greenville Interchange and Swindell), (2) Oncor power transformer terminals, Pink Solar transmission interconnecting line, and a spare terminal for future use. The rebuild would include modification to the existing control enclosure and four new protection relay panels, and a dual set of 125VDC station battery systems. The initial breakers will be the existing TMPA 2000A breakers, meeting the in-service requirements of Oncor.

Assumptions: Substantial completion in FY2026

Project Benefits:

- Accommodate Oncor's additional interconnection request/timeframe
- Accommodate Pink Solar interconnection request
- Provide operational separation between Oncor and TMPA
- Update design capability to 3000 amps

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROJECT SUPPLEMENTAL PROPOSAL

COST BREAKDOWN:	ORIGINAL ESTIMATE	REVISIONS	NEW ESTIMATE
Labor	$ 1,235,000	$ (235,000)	$ 1,000,000
Materials	$ 1,250,000	$ 1,131,000	$ 2,381,000
Contract Services	$ 200,000	$ 15,036,000	$ 15,236,000
Engineering Consulting	$ 1,000,000	$ 2,544,000	$ 3,544,000
Misc. Expenses	$ 15,000	$ 1,985,000	$ 2,000,000
TOTAL	$ 3,700,000	$ 20,461,000	$ 24,161,000

COST BREAKDOWN BASIS:

Estimation Levels:
P1 = Budget/Preliminary (+/- 30%)
P2 = Conceptual (+/- 20%)
P3 = Detail Design (+/- 10%)

Level of Estimate: ○ P1 ○ P2 ◉ P3

EXPLANATION FOR REVISIONS:

Labor: Move $235,000 to Contract Services for on-site Project Management

Materials: New bus/supports, switches/stands (14), line dead-end switches/structures (4), instrumentation transformers (18), 125VDC battery sets (2), protection relay panels (4)

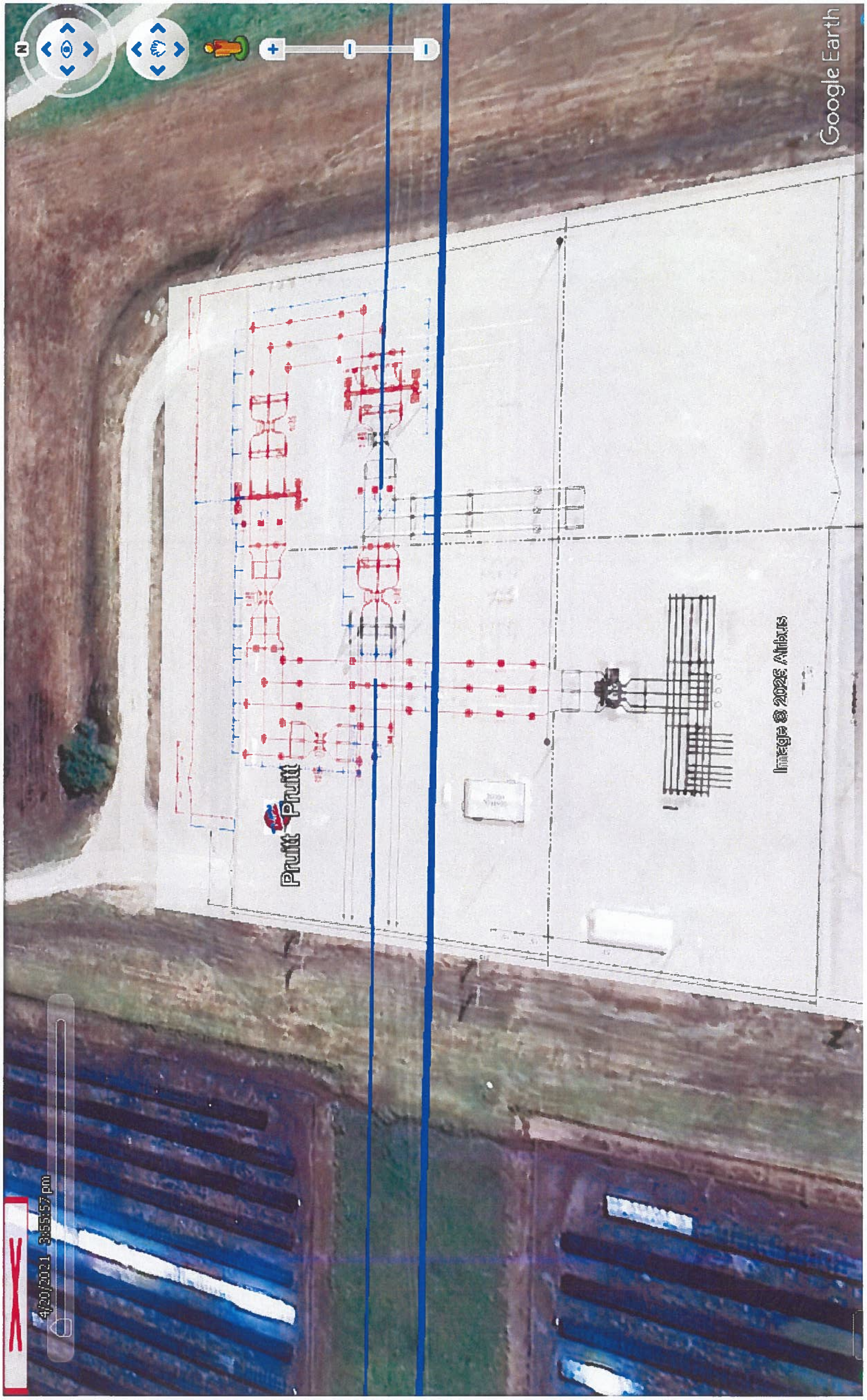
Contract Services: Substation construction - $8,724,000; Transmission line - $6,077,000

Engineering Consulting: Proposal dated 5/27/2025 - $2,544,000
- Geotech & Survey
- Substation/Line Design
- Field construction support
- Contingency

Misc. Expenses: P3 Detail Design contingency (+/- 10%)

SIGNATURES

Project Manager:	Eric Carter	**Date:**	8-20-2025
Supervisor:	Chuck Chapman Chuck Chapman	**Date:**	8-20-2025
Utility General Manager:	Darrell Cline	**Date:**	8/20/25
TMPA CFO:	Lyndi Birkhead Lyndi Birkhead	**Date:**	8.25.25
TMPA General Manager:		**Date:**	8-25-2025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September 11, 2025

AGENDA ITEM NO. 11

SUBJECT: Resolution No. 2025-9-4, amending the FY2025 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: The Board approved this Project in 2003 to accommodate the widening of Brand Road by the City of Garland. An additional $10,000 was authorized for this Project in 2024. This Resolution would increase the amount of funding for this Project by an additional $10,000, from $708,196 to $718,196. The costs of this Project will be fully reimbursed to TMPA by the City of Garland.

The purpose of the additional funding is to cover the costs associated with the engineer's as-built drawings and fees paid to finalize the project.

BACKUP MATERIAL: Capital Project Supplemental Proposal

ACTION
REQUESTED: Consideration and action on Resolution No. 2025-9-4.

Daniel Meadows
9/11/2025

RESOLUTION NO. 2025-9-4

A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TEXAS MUNICIPAL POWER AGENCY ("AGENCY") AMENDING THE FY2025 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, in order to accommodate the City of Garland's plans to widen Brand Road in Garland, Texas, the Board has previously approved the Brand Road Pole Relocation Project (the "Project");

WHEREAS, in order to cover the costs of finalizing this Project, it is necessary to increase the amount of funding for this 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 FY2025 Annual Transmission System Capital Budget is amended by increasing the amount that is authorized to be expended on the Project by $10,000, from $708,196 to $718,196;

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 11TH DAY OF SEPTEMBER 2025.

____
Summer Spurlock, President
Board of Directors
Texas Municipal Power Agency

ATTEST: ______________________________
Jesse Davis, Secretary
Board of Directors
Texas Municipal Power Agency

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROJECT SUPPLEMENTAL PROPOSAL

PROJECT TITLE: T17007	Brand Road Pole Relocation				
DATE OF REQUEST: 8/7/2025	**PROJECT MANAGER:** Eric Carter		☑ **GP&L** ☐ **DME**		
REVISED PROJECT COST: $ 718,196	**PREV. APPROVED:** $ 708,196	**START DATE:**		**CAPITAL PLAN YEAR:** 2025	
CASH FLOW $ SPENT	**FY25:** $ 10,000	**FY26:** $	**FY27:** $	**FY28:** $	**FY29:** $
YEAR(S) $ PLACED IN-SVC	**FY25:** $ 10,000	**FY26:** $	**FY27:** $	**FY28:** $	**FY29:** $

UPDATED DESCRIPTION OF PROJECT (INCLUDING BACKGROUND, ASSUMPTIONS, & PROJECT BENEFITS):

Background: Relocation of one TMPA structure due to widening of the city of Garland's Brand Road. Additional funding was approved by the TMPA Board in June 2023 to cover the Purchase Order for the required contractor services increase over the initial estimate. An additional supplement of $10,000 was approved by the Board in April 2024.

The relocation has been completed and energized. This supplemental request is to authorize additional funds for trailing charges associated with the engineer's as-built drawings and city of Garland fees which will allow TMPA to close the project.

TEXAS MUNICIPAL POWER AGENCY
CAPITAL PROJECT SUPPLEMENTAL PROPOSAL

COST BREAKDOWN:	ORIGINAL ESTIMATE	REVISIONS	NEW ESTIMATE
Labor	$	$	$
Materials	$ 6,196	$	$ 6,196
Contract Services	$ 647,000	$	$ 647,000
Engineering Consulting	$ 35,000	$	$ 35,000
Misc. Expenses	$ 20,000	$ 10,000	$ 30,000
TOTAL	$ 708,196	$ 10,000	$ 718,196

COST BREAKDOWN BASIS:

Estimation Levels:
P1 = Budget/Preliminary (+/- 30%)
P2 = Conceptual (+/- 20%)
P3 = Detail Design (+/- 10%)

Level of Estimate: ○ P1 ○ P2 ◉ P3

EXPLANATION FOR REVISIONS:

The relocation has been completed and energized. This supplemental request is to authorize additional funds for trailing charges associated with the engineer's as-built drawings and city of Garland fees which will allow TMPA to close the project.

SIGNATURES

Project Manager:	Eric Carter	**Date:**	8-20-2025
Supervisor:	Chuck Chapman Chuck Chapman	**Date:**	8-20-2025
Utility General Manager:	Darrell Cline	**Date:**	8/20/25
TMPA CFO:	Lyndi Birkhead Lyndi Birkhead	**Date:**	8.25.25
TMPA General Manager:	David Wardlaw	**Date:**	8-25-2025

September 11, 2025

AGENDA ITEM NO. 12

SUBJECT: Executive Session

Executive session will be held pursuant to the Open Meetings Act (Chapter 551, Government Code, legal advice under Section 551.071, Government Code, competitive matters under Section 551.086, Government Code, and personnel matter under Section 551.074, Government Code) for the following items:

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. 10-25-00265-CV (legal advice under Section 551.071, Government Code)

C. Status report relating to the sale of SP-50 (value of real property under Section 551.072, Government Code)

D. Strategic plan relating to the transmission system (competitive matters under Section 551.086, Government Code, and legal advice under Section 551.071, Government Code)

E. General Manager Annual Performance Review and General Manager Agreement (personnel matter under Section 551.074, Government Code, and 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.

September 11, 2025

AGENDA ITEM NO. 12 A

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:

PRIVILEGED AND CONFIDENTIAL

A. Deed of Trust Issue.

Before GCERG may sell a tract having a recognized environmental condition, the Asset Purchase Agreement ("APA") requires that GCERG provide TMPA an opportunity to review the unsigned contract documents to ensure that they contain certain protections for TMPA. Among other things, the protections must include a requirement that the buyer execute an assignment and assumption agreement, under which the buyer will be bound by the APA, but without relieving GCERG of any of its APA obligations.

GCERG has complied with the foregoing requirement except with respect to Tract 5, containing the Site A Landfill, and Tract 6, containing the Site F Landfill. In September, 2022, without providing TMPA the opportunity to review the contract documents, GCERG executed a deed of trust which pledged Tracts 5 and 6 as collateral to secure a loan. When TMPA learned of this transaction the following year, TMPA added the deed of trust to its breach of contract suit against GCERG.

The problem with the deed of trust is that it does not bind the transferee at foreclosure sale to the APA. In a worst-case scenario, the transferee would not permit GCERG, the bonding company, or TMPA access to complete remediation and post-closure care of the landfills.

At the September 14, 2023, Board Meeting, in executive session, a plan of action with respect to the deed of trust was discussed. Under it, if GCERG did not obtain an amendment to the deed of trust to cure the breach, TMPA would file a summary judgment motion. Following the meeting, Joe de la Fuente sent a letter to the foregoing effect to GCERG's litigation counsel.

Following receipt of the letter, GCERG engaged in discussions with the lender, Bernhard Capital Partners, to amend the deed of trust. While the discussions appeared positive initially, Bernhard Capital Partners ultimately refused to amend the deed of trust. Thereafter, GCERG repeatedly requested that TMPA refrain from taking action in court with respect to the deed of trust. GCERG argued that GCERG's financial situation had improved after being acquired by SER Capital Partners. In addition, GCERG expected to close on the sale of Tracts 5 and 6 in 2024, in which case those tracts would be released from the deed of trust.

For the reasons given by GCERG, and due to concerns that legal action may precipitate acceleration of the note secured by the deed of trust, it was recommended to the Board at the December 14, 2023, Board Meeting that TMPA refrain from pursuing legal action with respect to the deed of trust at such time. The plan was to monitor the foreclosure sales notices at the Grimes

County Courthouse and be prepared to seek injunctive relief if a foreclosure sales notice was posted.

The note secured by the deed of trust matures on December 31, 2025. In August, 2025, GCERG's in-house counsel, Steve Brehm, advised Carl Shahady that, due to delays in obtaining closure letters from the TCEQ, the sales of Tracts 5 and 6 were not expected to close in 2025. GCERG's plan was to sell land from a different project to pay off the note. Mr. Brehm indicated that the land is under contract, in the due diligence period, and expected to close in the last quarter of 2025. In a separate communication, the buyer of Tracts 5 and 6 confirmed to Daniel Meadows that he will not close until closure letters are received from the TCEQ.

A notice of foreclosure must be posted at least 21 days prior to the foreclosure sale. Because Tracts 5 and 6 are not expected to close this year, attorneys for TMPA have been preparing for a worst-case scenario, and have a plan to seek injunctive relief within the 21-day period.

B. Bond Reduction Request

The Regulatory Performance Bond currently provides bonding in the amount of $32.558 million. The APA allows for the Bond to be reduced in increments as individual projects are "completed". TMPA interprets completion to mean that the applicable regulatory authority has provided a closure letter, stating that remediation is complete, subject to post-closure care obligations, and that no further action is required.

Other than for plant shutdown and decommissioning, GCERG has, to date, not been able to obtain closure letters from TCEQ for any of the projects. As a result, TMPA has turned down GCERG's numerous requests to reduce the bond. GCERG complains about this because the work in the field is substantially complete, GCERG believes that the project is now over-bonded, and that GCERG is unfairly having to pay high premiums to the bonding company.

At the Board Meeting of March 13, 2025, Scott Reschly of GCERG provided a Power Point presentation to the Board, during Public Comments, in which he made the above points, and asked the Board to consider waiving the strict requirements of the APA and reducing the bond. Following the Board Meeting, Daniel Meadows informed Mr. Reschly that TMPA was not inclined to reduce the bond.

On August 25, 2025, Mr. Reschly, in an email to Daniel Meadows, requested that the Board reconsider this matter again, in relation to the ash ponds and scrubber sludge pond. Granting Mr. Reschly's request would reduce the total bonding by $8.541 million. In the email, while Mr. Reschly makes most of the same arguments as before, he advanced a new one, i.e. when the APA was negotiated, no one could have foreseen that it would take this long to obtain closure letters from the TCEQ, and that this is the result of changes in the way that the TCEQ processes these applications, which also could not have been foreseen at the time of the negotiations. Mr. Reschly argues that, due to the foregoing reasons and in light of the substantial work that has been accomplished in the field, TMPA should, out of fairness, reduce the bond.

Aside from the problem of waiving APA contract requirements, which requires the approval of all Member Cities, we do not know if work in the field is complete in regard to the ash ponds and scrubber sludge pond. GCERG has removed the ash from these ponds and disposed of same in the Site F Landfill and the ponds have been remediated. However, the regulation under which

GCERG is closing these ponds requires, in addition to the foregoing, that there be no contaminated groundwater resulting from releases from the ponds.

The groundwater in the vicinity of the ponds is contaminated. GCERG has produced to the TCEQ a study, called an Alternate Source Demonstration (“ASD”), which argues that the contamination is naturally occurring in the area, and not the result of releases from the ponds.

TCEQ has indicated that if it accepts the ASD, no further action will be required for the ash ponds and scrubber sludge pond. TCEQ is in the process of reviewing the ASD, and has directed GCERG to install wells and sample groundwater in various locations. However, until the TCEQ takes action on the ASD, there will be uncertainty as to whether work in the field is complete.

Carl Shahady 8/26/25

September 11, 2025

AGENDA ITEM NO. 12 B

SUBJECT: Dudley v. TMPA, In the Tenth Court of Appeals, Docket No. 10-25-00265-CV (legal advice under Section 551.071, Government Code)

DISCUSSION:

PART "A"
BACKGROUND AND PROCEDURAL HISTORY

After a year of unsuccessful negotiations, TMPA, on July 3, 2018, brought suit in Brazos County District Court against a College Station landowner, Mr. Mark Dudley, to enjoin him from interfering with vegetation management activities in TMPA's power line easement. The lawsuit also sought to require the removal of obstructions placed by Mr. Dudley in the easement, including a propane tank, swing set, retaining wall, and metallic playground. After TMPA obtained a temporary injunction in 2018, Mr. Dudley removed the propane tank, swing set, and metallic playground from the easement, and allowed TMPA to complete its vegetation management activities. Mr. Dudley then filed counterclaims for damages.

After 5 years in the trial court, the Court signed a final judgment on September 30, 2023, awarding TMPA permanent injunctive relief, declaratory relief, and attorneys' fees, and denying the relief sought by Mr. Dudley. On December 22, 2023, Mr. Dudley appealed to the Tenth Court of Appeals (Waco) and, on January 30, 2024, the Tenth Court of Appeals ordered the parties to mediation. The mediation, which occurred on May 2, 2024, was not successful at resolving the dispute. The mediation is discussed below in Part B.

The attorneys' fees awarded to TMPA pertain only to TMPA's claim for declaratory relief, and do not cover other aspects of the litigation, such as TMPA's claim for injunctive relief, and defending against Dudley's claim for monetary damages. The award of attorneys' fees, which was not required by law, but was discretionary with the trial court, includes:

$223,556.25 for the trial court phase;

$30,000 for the court of appeals phase; and,

$42,500 for the supreme court phase.

Under the Final Judgment, the award of attorneys' fees for the trial court phase accrues post-judgment interest commencing after September 30, 2023, at the rate of 8.5%, compounded annually.

In 2023, the Legislature created the Fifteenth Court of Appeals in Austin. The Fifteenth Court was given exclusive appellate jurisdiction over certain cases by and against certain entities and offices "in the executive branch of state government". Believing Mr. Dudley's appeal fell within the exclusive jurisdiction of the Fifteenth Court, the Tenth Court of Appeals in Waco requested that the appeal be transferred to the Fifteenth Court, which was done by the Supreme Court effective September 1, 2024.

On June 28, 2025, the Texas Supreme Court ruled, in a case involving the Brazos River Authority, that the Fifteenth Court's exclusive jurisdiction extended to state agencies, but not to political subdivisions such as the Brazos River Authority. By letter to the Supreme Court dated July 28, 2025, the Fifteenth Court, on the basis of the Brazos River Authority ruling, and reasoning that TMPA is a state political subdivision similar to the Brazos River Authority, requested that Dudley's appeal be transferred back to the Tenth Court of Appeals in Waco. On July 31, 2025, the Fifteenth Court abated the appeal, pending the Supreme Court's disposition of the transfer request. On August 8, 2025, the Supreme Court ordered that the appeal be retransferred to the Tenth Court of Appeals in Waco.

PART "B"
SETTLEMENT HISTORY

The Court of Appeals' order requiring mediation was discussed with the Board during the February 8, 2024, Board Meeting. At the 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.

No offers were made by either party during the mediation. Following the mediation, Mr. Dudley's attorney, Robert Swearingen, submitted to TMPA's counsel, Fred Junkin, a settlement proposal. The proposal would have, among other things: required both parties to drop all claims for monetary damages and attorneys' fees; required TMPA to consent to crepe myrtles and a pickle ball court inside the easement; allowed TMPA to remove only a portion of the retaining wall; required TMPA give up the injunctive relief; and have TMPA agree not to object to the driveway.

The settlement offer was discussed with the Board on June 27, 2024. The consensus of the Board was to reject Dudley's offer, and counter by offering to reduce Dudley's liability for attorneys' fees by $25,000, and were Mr. Dudley to respond in a positive manner, being prepared to reduce the attorneys' fees liability by an additional $25,000. Following the Board Meeting, Fred Junkin provided to Mr. Swearingen an offer to reduce attorneys' fees by $25,000. In return, Mr. Dudley would drop his appeal and the Final Judgment would remain in place. Mr. Swearingen did not respond to the offer. There have been no subsequent settlement discussions.

BACKUP MATERIAL: July 28, 2025 Letter to Supreme Court from the Fifteenth Court of Appeals

ACTION REQUESTED: None

Carl Shahady
8/20/2025

Chief Justice
SCOTT BRISTER
Justices
SCOTT FIELD
APRIL FARRIS

Clerk
CHRISTOPHER A. PRINE

Fifteenth Court of Appeals

P.O. Box 12852, AUSTIN, TEXAS 78711
www.txcourts.gov/15thcoa/
512-463-1610

Monday, July 28, 2025

The Honorable Blake A. Hawthorne
Clerk of Court
The Supreme Court of Texas
PO Box 12248
Austin, TX 78711-2248
* DELIVERED VIA E-MAIL *

RE: Court of Appeals Number: 15-24-00066-CV
Trial Court Case Number: 18-001737-CV-272

Style: Richard Mark Dudley and Deanie Palmer Dudley
v. Texas Municipal Power Agency

Dear Mr. Hawthorne:

This is an appeal from a Brazos County district court's judgment granting injunctive and declaratory relief to Texas Municipal Power Agency (TMPA) in a dispute over structures installed in a power line easement. The trial court granted injunctive and declaratory relief on behalf of TMPA, and Richard Mark Dudley and Deanie Palmer Dudley filed a notice of appeal in the Tenth Court of Appeals. The Tenth Court of Appeals determined that the appeal was within the exclusive intermediate appellate jurisdiction of the Fifteenth Court of Appeals and the Supreme Court of Texas transferred the appeal to this Court on September 1, 2024. *See Transfer of Cases to the Fifteenth Court of Appeals*, Misc. Dkt. No. 24-9055 (Tex. Aug. 26, 2024).

Recently, the Supreme Court clarified whether this Court possesses exclusive intermediate appellate jurisdiction over cases brought by or against political subdivisions. *See Sandom Baumgardner v. Brazos River Auth.*, No. 24-9101, 2025 WL 1779081 (Tex. June 27, 2025). The Court addressed the legislation creating this Court and specifically addressed the portion of the category of exclusive intermediate appellate jurisdiction at issue in this case. *See* Tex. Gov't Code § 22.220(d)(1).

The Court concluded that the Brazos River Authority, a political subdivision of the State, was not part of the executive branch of the state government for purposes of Section 22.220(d); therefore, an appeal involving the River Authority did not fall within the exclusive intermediate appellate jurisdiction of the Fifteenth Court of Appeals. *Baumgardner*, 2025 WL 1779081 at *4. In reaching that conclusion, the Court recognized that river authorities are not "core executive agencies, which are generally described in Article IV of the Texas Constitution." *Id*. Rather, river authorities derive their authority from the "General Provisions" of Article 16 of the Texas Constitution. *See* Tex. Const. art. XVI, § 59. The Court further recognized that the governing statutes for river authorities are found in Title 6 of the Special District Local Laws Code, rather than in Title 4 of the Government Code, which applies to the executive branch. *See Baumgardner*, 2025 WL 1779081 at *4. These facts suggested that the river authority "exists not as part of the state government but as an entity distinct and subordinate to the State." *Id.*

The TMPA is a municipally owned utility, owned and operated by the municipalities it serves. *See Tex. Mun. Power Agency v. Pub. Util. Comm'n of Tex.*, 253 S.W.3d 184, 186 (Tex. 2007). Municipal Power Agencies, like river authorities, are political subdivisions of the state whose jurisdiction is geographically limited. *See* Tex. Util. Code § 163.054 (Municipal Power Agency is a political subdivision of the state). The Supreme Court noted that political subdivisions differ from state agencies in several respects, including geographical limitations on the political subdivision's jurisdiction. *Baumgardner*, 2025 WL 1779081 at **4–5.

The TMPA's jurisdiction is geographically limited; it only serves certain municipalities. The TMPA is a political subdivision rather than a state agency. Therefore, this appeal involving a Municipal Power Agency does not fall within the exclusive intermediate appellate jurisdiction of this Court. *See* Tex. Gov't Code § 22.220(d)(1); *Baumgardner*, 2025 WL 1779081 at **5–6.

Accordingly, the Fifteenth Court of Appeals recommended transfer of this cause to the Tenth Court of Appeals and on July 9, 2025, the Fifteenth Court notified the Tenth Court of Appeals and the parties this recommendation. The Tenth Court Appeals does not object to the transfer. No responses were received from the parties.

Pursuant to the procedure for transfers set forth in *Miles v. Ford Motor Co.*, 914 S.W.2d 135, 137 n.2 (Tex. 1995), please present the recommendations of the Fifteenth and Tenth Courts, to the Supreme Court for consideration.

Sincerely,

Christopher A. Prine, Clerk

cc: The Honorable Sherry Williamson (DELIVERED VIA E-MAIL)
Robert A. Swearingen (DELIVERED VIA E-MAIL)
Frederick D. Junkin (DELIVERED VIA E-MAIL)
Byron D. Thompson (DELIVERED VIA E-MAIL)

September 11, 2025

AGENDA ITEM NO. 12 C

SUBJECT: Status report relating to the sale of SP-50 (value of real property under Section 551.072, Government Code)

DISCUSSION: The 723-acre property is still on the market, and while it has drawn limited interest since it was first advertised in late 2022, there is an active offer in play. Engagement with the current offer is ongoing, and the General Manager will provide a detailed update at the September 11th Board Meeting.

Background

An appraisal report, dated September 8, 2022, appraised the property at $10,000 per acre, or $7,231,000, as of August 11, 2022. Based on this appraised amount, the property was originally listed at $8,300,000, and this listing price has not changed.

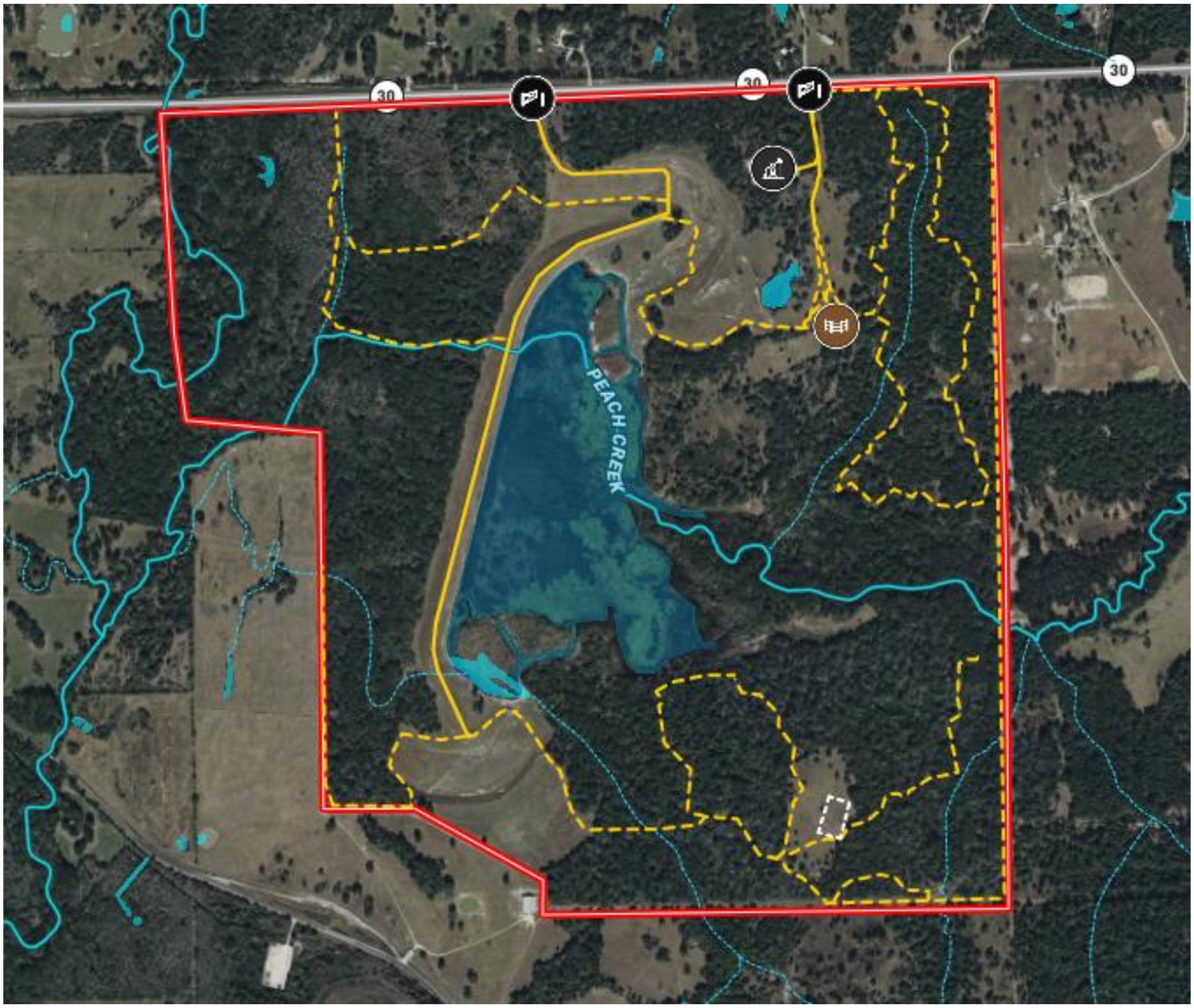
On May 30, 2025, TMPA received an offer of $7,130,000 for the property. TMPA's broker has been communicating with this potential buyer and evaluating the offer since that time. There are a few aspects of the offer that need to be negotiated before Staff is ready to recommend it to the Board.

BACKUP MATERIAL: Aerial View of SP-50 Property

ACTION REQUESTED: None

Daniel Meadows
9/2/2025

SP-50 Property (723.1 acres in Grimes County)



September 11, 2025

AGENDA ITEM NO. 12 D

SUBJECT: Strategic plan relating to the transmission system (competitive matters under Section 551.086, Government Code, and legal advice under Section 551.071, Government Code)

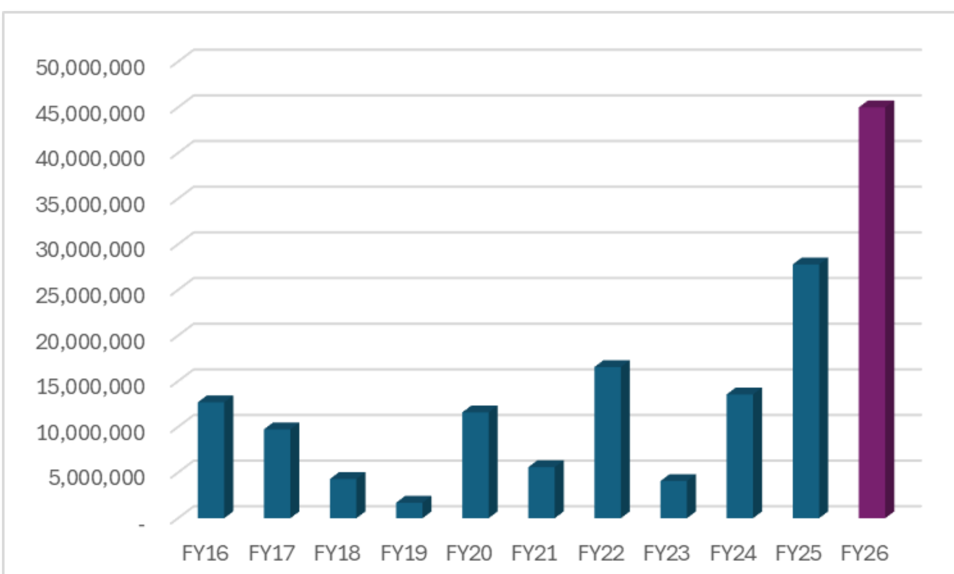
DISCUSSION: At the September 2024 Board meeting, the Board provided support for Staff to explore opportunities for Transmission investment. This report provides a review of FY25 activities and the plans for FY26.

FY25 Accomplishments

The last 12 months have been a combination of executing current projects and laying groundwork for upcoming opportunities.

1. Investment in Current Assets (See Figure 1)
    a. FY25 will be the highest investment year, as measured by projects placed in service, over the last 10 years.
    b. FY26 is projected to potentially exceed FY25.
2. Completed asset exchange between BTU-TMPA that clears up ownership in the Bryan area.
3. Acquired 9.6 acres of land at Gibbons Creek Switchyard for future development.
4. Engaged the Spencer Fane firm to oversee transmission project opportunities at ERCOT and the Public Utility Commission of Texas (PUCT); lead consultant is former Chief of Staff and Counsel at the PUCT.
5. Engaged M&S Engineering to utilize relationship and knowledge with Co-Ops and other MOUs. This has resulted in four introductions for possible joint project development.
6. Initiated a strategic asset exchange with Oncor in the Denton area.

Figure 1 - Transmission Investment – Placed In-Service by Fiscal Year



ONCOR Negotiations

Background

In 1979, since open access did not exist at that time, TMPA entered into a Transmission Agreement with Oncor's predecessor to transmit power to the Member Cities. In 1981, it was amended to enable the parties to construct and jointly own the NW Carrolton-Roanoke 345 kV line. In 1997, due to open access, the Transmission Agreement was terminated, and an Interconnection Agreement was entered into. The agreement relating to the jointly owned NW Carrolton-Roanoke line (the "JOF") became an exhibit to the Interconnection Agreement (the "JOF Agreement").

The JOF Agreement obligates Oncor to coordinate with TMPA in relation to modifications to the JOF. The JOF also provides that modifications to the JOF must be approved by both parties, though it is not clear whether this applies to all modifications, including the one in question here.

In 2022, Oncor submitted the Ramhorn-Dunham project to ERCOT's Regional Planning Group for review and consideration.

In 2023, Oncor filed a CCN application for the Ramhorn Hill-Dunham 345 kV line project. TMPA intervened, claiming that the project may affect the JOF, and protested the lack of coordination under the JOF Agreement. The January 2024 PUC final order states that "Oncor will coordinate with TMPA to address any potential impacts or modifications to existing facilities".

In late 2024 after the project details were known, TMPA, DME, and GP&L began negotiating this matter with Oncor in earnest and initiated a strategy to exchange assets and dissolve the JOF. In broad terms, the exchange would separate ownership, provide TMPA its share of investment in the Oncor project, and dissolve the JOF. The strategic goal of this negotiation is for TMPA to gain assets in an area of importance to TMPA by obtaining a significant portion of Oncor's double circuit 345kV lines toward Oncor's Krum West station. This, in turn, would place TMPA in a position to participate in future transmission projects serving the north Denton area.

Benefits of an Oncor Asset Exchange Agreement:

- Leverage asset acquisition north of Denton West for future investment
- Uncouple relationship with Oncor and the JOF agreement
- Eliminate $100K annual maintenance payment to Oncor
- Eliminate encroachment issues on TMPA's 345kV lines south of Denton West

These negotiations are active and ongoing. A detailed update will be provided to the Board at the meeting.

FY26 Opportunities

1. Negotiate to completion an Oncor Asset Exchange Agreement, paving the way to partner with DME on major transmission buildout in the north Denton area
2. Aggressive evaluation of the potential future buildout related to the proposed 765kV Eastern Backbone Project to identify projects and opportunities for TMPA
3. Pursue partnerships with MOUs and Co-Ops that were initiated in 2025
4. Evaluate and complete transmission projects in the queue

BACKUP MATERIAL: None

ACTION REQUESTED: Provide Staff with direction regarding the strategic plan

Daniel Meadows
9/2/2025

September 11, 2025

AGENDA ITEM NO. 13

SUBJECT: Election of Officers (President, Vice President, and Secretary) and approval of appointments to standing committees (Audit & Budget Committee and Personnel Committee) in accordance with Agency Rules & Regulations.

DISCUSSION: In accordance with the Agency Rules & Regulations, the election of the following officers will be held at the Annual Meeting:

- President
- Vice President
- Secretary-Treasurer

The Rules & Regulations also provide for the appointment of two standing committees: the Personnel Committee and the Audit & Budget Committee. Committee members are appointed by the President and confirmed by the Board. The Personnel Committee consists of the President of the Board, and three other Board Members, each representing a different Member City. Similarly, the Audit & Budget Committee (ABC) consists of the Vice President of the Board, and three other Board Members, each representing a different Member City. To simplify the process, the following priority of rules has been used to determine committee assignments.

1. The President and Vice President are the respective chairs of the Personnel and Audit & Budget committees.
2. The peer Board Members from the President's and Vice President's city move to the opposite committee to maintain equal representation.

The Rules & Regulations require no specific experience requirements to serve as a TMPA officer and the duties of each office are outlined below:

Article IV, Section 4: The President

The President shall, when present, preside at all meetings of the Board of Directors. The President may sign, with the Secretary-Treasurer or any other proper officer of the Agency, authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution shall be expressly delegated by the Board of Directors to some other officer or agent of the Agency, and in general shall perform all duties incident to the office of President and other duties as may be prescribed by the Board of Directors.

Article IV, Section 5: The Vice-President

In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President, and shall perform other duties as may be assigned by the President or by the Board of Directors.

Article IV, Section 6: The Secretary-Treasurer

The Secretary-Treasurer shall keep the minutes of the Board of Directors meetings; see that all notices are duly given in accordance with the provisions hereof and as required by law; be custodian of the Agency records; keep a register of the post office addresses of the Directors, and of the members of any committee appointed by the Board of Directors. Such officer shall also have charge and custody of and be responsible for all funds and securities of the Agency; receive and give receipts for monies due and payable to the Agency from any source, and deposit all monies in the name of the Agency in the depositories selected in accordance with the provisions of Article VI, Section 3 of these by-laws; and perform all of the duties as may be assigned to him or her by the President or by the Board of Directors. Subject to the right of the Secretary-Treasurer to perform the foregoing duties, the Secretary-Treasurer may allow the foregoing duties to be performed by other officers or employees of the Agency.

The President of the Board position requires more time than the Vice President or Secretary-Treasurer positions, as the President is frequently contacted on matters regarding Board Agendas, coordination with and on P&O Committee matters, and transmission matters, and visits and meets with Agency Staff outside of Board meetings.

The current tenures of the Board Members are as follows:

BOARD MEMBER	YEARS OF SERVICE
Andrew Nelson	2
Jesse Davis	4
Summer Spurlock	7
Kean Register	13
Bill Cheek	15
Jamie Ratliff	21
Tom Jefferies	23
Sue Ann Harting	26

Following the above guidelines as they relate: A Secretary would normally be nominated from the city which held no officer position in FY25, which in FY25 was the city of Garland.

Following past practices of ascendency which have varied from time to time, rotation among the Cities, and the rules above, the changes below would occur:

- For Bryan, Andrew Nelson served as Vice President; therefore, he is in line to become President and chair of the Personnel Committee. Kean Register would therefore become a member of the Audit & Budget Committee to maintain equal representation of the Cities.

- For Denton, Jesse Davis served as Secretary-Treasurer; therefore, he is in line to become Vice President and chair of the Audit and Budget Committee. Bill Cheek would therefore become a member of the Personnel Committee to maintain equal representation of the Cities..

- For Garland, Tom Jefferies and Jamie Ratliff are eligible to serve as Secretary-Treasurer. So long as they serve on separate committees, both are each eligible for appointment to the Personnel Committee and Audit & Budget Committee to maintain equal representation of the Cities.

- For Greenville, Summer Spurlock served as President for FY25. As long as they serve on separate committees, Summer Spurlock and Sue Ann Harting are each eligible for appointment to the Personnel Committee and Audit & Budget Committee to maintain equal representation of the Cities.

Staff normally does not provide input on the officers' election. The above information is provided based on past practices of officer rotation and ascendency to show how Committee assignments might follow. It is the Board's prerogative to elect officers, and the President's prerogative to make Committee appointments, as they deem advisable.

Officer positions held recently include:

Board Member	City	2025	2024	2023	2022	2021
Kean Register	Bryan				Pres	
Andrew Nelson	Bryan	VP	Sec			
Jesse Davis	Denton	Sec				
Bill Cheek	Denton			Pres	VP	
Tom Jefferies	Garland		Pres	VP	Sec	
Jamie Ratliff	Garland					
Sue Ann Harting	Greenville					Pres
Summer Spurlock	Greenville	Pres	VP	Sec		
~~Buppy Simank~~	~~Bryan~~					~~Sec~~
~~Chris Watts~~	~~Denton~~					~~VP~~

Committee tenures of the Board Members are as follows:

Board Member	City	Committee Membership				
		2025	2024	2023	2022	2021
Kean Register	Bryan	Pers	ABC	Pers	Pers Chair	Pers
Andrew Nelson	Bryan	ABC Chair	Pers	ABC	-	-
Bill Cheek	Denton	ABC	ABC	Pers Chair	ABC Chair	Pers
Jesse Davis	Denton	Pers	Pers	ABC	Pers	ABC
Tom Jefferies	Garland	Per	Pers Chair	ABC Chair	Pers	Pers
Jamie Ratliff	Garland	ABC	ABC	Pers	ABC	ABC
Sue Ann Harting	Greenville	ABC	Pers	Pers	Pers	Pers Chair
Summer Spurlock	Greenville	Pers Chair	ABC Chair	ABC	ABC	ABC
~~Buppy Simank~~	~~Bryan~~		-	~~ABC~~	~~ABC~~	~~ABC~~
~~David Barrington~~	~~Bryan~~		-	-	-	~~ABC~~
~~Chris Watts~~	~~Denton~~		-	-	-	~~ABC - Chair~~

Article V, Section 10: Planning & Operating Committee, provides in pertinent part:

A Planning & Operating Committee, which will consist (ex-officio) of the Electric Utility Director, or their designate, of each of the Cities of Bryan, Denton, Garland, and Greenville, the Director of Finance and Support Services, and the General Manager of the Agency, or their designates, shall serve as an advisory committee to the Board of Directors as outlined below. In the event the function of managing the transmission system has been delegated by contract to a Member City, such that the Agency no longer has an employee serving as Transmission System Manager, the Member City may select a person knowledgeable in transmission systems to serve on the Planning & Operating Committee, and such person shall be considered the "Transmission System Manager" as referred to in this Section.

Prior to the annual election of officers of the Board of Directors, the Planning & Operating committee shall elect one of the Electric Utility Directors to serve as Chairperson. The Committee Chairperson's primary duties shall include presiding over Committee Meetings, approving the Meeting agenda, and providing a report at each Board Meeting.

The rotation of the P&O Chairperson is listed below to provide additional information.

Rotation of P&O Chairperson		
P&O Chairperson	**City**	**Year**
Darrell Cline	Garland	2024, 2025
Tony Puente	Denton	2022, 2023
Alicia Hooks	Greenville	2020, 2021
Gary Miller	Bryan	2017, 2018 & 2019

An Election for the P&O Committee Chairperson will take place at the P&O meeting scheduled for September 10, 2025

BACKUP MATERIAL: None

ACTION REQUESTED: Elect officers and approve committee assignments.

Daniel Meadows
9/1/2025

September 11, 2025

AGENDA ITEM NO. 14

SUBJECT: Future Meeting Dates

DISCUSSION: The date for the next regularly scheduled Board Committee meeting is December 11, 2025 via Zoom.

TENTATIVE	March 12, 2026
MEETING	June 11, 2026
DATES:	September 10, 2026 in Greenville

Daniel Meadows
9/11/2025