

**STATE OF NEBRASKA  
NEBRASKA POWER REVIEW BOARD**

IN THE MATTER OF THE PETITION        )        PETITION FOR CHARTER  
OF THE CENTRAL NEBRASKA                )        AMENDMENT NO. 7  
PUBLIC POWER AND IRRIGATION         )  
DISTRICT TO AMEND ITS CHARTER        )

The Central Nebraska Public Power and Irrigation District (“the District”), by and through its attorneys, for its Petition for Charter Amendment No. 7, states as follows:

1. The District is a public power and irrigation district organized and existing under NEB. REV. STAT. §§ 70-601 *et seq.*, and is a public corporation and political subdivision of the State of Nebraska with its principal place of business located in Holdrege, Phelps County, Nebraska.

2. The District is engaged in the business of providing water for irrigation and for generating hydroelectric power and is without the ability to levy taxes or issue general obligation bonds.

3. On July 28, 2023, at a special meeting of the Board of Directors of the District, due and proper notice of said meeting having been given as provided by law, with \_\_\_\_\_ (\_\_\_) members of said Board being present, upon a vote of record, the Board, by a vote of \_\_\_\_\_ (\_\_\_) to \_\_\_\_\_ (\_\_\_), to authorize that this Petition be filed with the Nebraska Power Review Board (“PRB”), in accordance with NEB. REV. STAT. § 70-662, containing the amendments to the Charter of the District described herein. A certified copy of District Resolution 23-03 authorizing said filing is attached hereto, marked as Exhibit “A”, and incorporated herein by this reference.

4. This Petition is filed to modify the chartered territory and represented territory of the District, to subdivide territory within its boundaries, to provide for a change in the general

description of the nature of the business in which it is engaged, to provide for a change in its name, to change the location of its principal place of business, to affirmatively state that the District does not have the power to levy taxes or issue general obligation bonds in accordance with NEB. REV. STAT. §§ 70-604(5), and to increase the number of members of its board of directors, all effective as of January 1, 2024, in order to reflect the merger of Dawson Public Power District (“Dawson”), a public power district organized and existing under NEB. REV. STAT. §§ 70-601 *et seq.*, into the District pursuant to that certain Plan of Consolidation by and between the District and Dawson effective as of October 24, 2022, a copy of which is attached hereto, marked as Exhibit “B”, and incorporated herein by this reference. Until January 1, 2024, both the District and Dawson shall operate under their respective charters in effect as of the date of filing of this Petition.

5. The District and Dawson engaged a third-party consultant to evaluate the proposed merger. Thereafter, each district, jointly and separately, on numerous occasions in 2021, 2022, and 2023, publicized agendas; published minutes; provided for public comment; held constituent, customer, and stakeholder forums; conducted interviews with local media; received constituent and customer comments; participated in a three (3) day hearing before the PRB in February 2023, during which sworn testimony was given and exhibits were offered in support of the merger; conducted a joint process to discuss, propose, recommend, and adopt bylaws for the District as consolidated which included customers of both the District and Dawson on the committee that developed and recommended said bylaws; and provided multiple opportunities to the public, customers, and stakeholders to comment on proposals and recommendations related or pertaining to this Petition, the Plan of Consolidation, and the subject matters involved therewith.

6. The District shall be named Platte River Public Power & Irrigation District.

7. The District shall be composed of the following territory (“Territory”):

The municipalities constituting said District shall be the chartered territory of the following (all references to voting precincts, cities and villages shall be the boundaries of such as each existed on December 31, 2021):

Gosper County; Kearney County; Phelps County; Buffalo County, excluding the cities of Elm Creek, Gibbon, Kearney, Ravenna, and Shelton; Dawson County, excluding the cities of Cozad, Gothenburg, and Lexington; Lincoln County, excluding the cities of North Platte and Sutherland, and excluding Medicine Voting Precinct and Wallace Voting Precinct; the following voting precincts in Custer County: Elim/Triumph/Wayne Voting Precinct, and Wood River Voting Precinct, excluding the Village of Oconto; the following voting precinct in Frontier County: Eustis Voting Precinct; the following voting precincts in Sherman County: Harrison Voting Precinct, excluding the villages of Hazard and Litchfield, and Rockville Voting Precinct, excluding the Village of Rockville; and

The represented territory of Keith County in accordance with Neb. Rev. Stat. § 70-612(4). The boundaries of said District shall be the boundaries of said counties or voting precincts in accordance with Chapter 70, Article 6 of the Nebraska Statutes.

8. The foregoing amendment materially alters the Territory of the District by incorporating the entirety of the former Chartered Territory of Dawson. Pursuant to NEB. REV. STAT. § 70-612(1)(b), because the District is engaged in furnishing electric light and power and in the business of owning and operating irrigation works, the Territory of the District will be subdivided without regard to population by following precinct and county boundary lines, as depicted on the map attached hereto, marked as Exhibit "C", and incorporated herein by this reference. This amendment is in the interest of, and in no way prejudices, the rural users of electricity and users of irrigation water service served by either the District or Dawson or those in the surrounding service areas.

9. The Territory of the District shall be divided into seven (7) subdivisions for purposes of nominating and electing members to the board offices or filling a vacancy in a board office pursuant to NEB. REV. STAT. § 70-615, as follows:

**Subdivision 1** shall be composed and consist of Buffalo County, excluding the cities of Elm Creek, Gibbon, Kearney, Ravenna, and Shelton; the Harrison Voting Precinct, excluding the villages of Hazard and Litchfield, located in Sherman County; and the Rockville Voting Precinct, excluding the Village of Rockville, in Sherman County.

**Subdivision 2** shall be composed and consist of Kearney County.

**Subdivision 3** shall be composed and consist of Dawson County, excluding the cities of Cozad, Gothenburg and Lexington; the Elim/Triumph/Wayne Voting Precinct, located in Custer County; and the Wood River Voting Precinct, excluding the Village of Oconto, located in Custer County.

**Subdivision 4** shall be composed and consist of Phelps County.

**Subdivision 5** shall be composed and consist of Lincoln County, excluding the cities of North Platte and Sutherland, and excluding the Medicine Voting Precinct and the Wallace Voting Precinct.

**Subdivision 6** shall be composed and consist of Gosper County and the Eustis Voting Precinct located in Frontier County.

**Subdivision 7** shall be composed and consist of Keith County.

All references to voting precincts, cities, and villages shall be the boundaries as each existed on December 31, 2021.

10. The chartered territory of the District will have within its boundaries 25 or more cities and villages. In accordance with NEB. REV. STAT. § 70-604(7), the Board of Directors of the District shall consist of 23 board offices on January 1, 2024, as set forth and identified on the chart attached hereto, marked as Exhibit “D”, and incorporated herein by this reference. Subdivisions 1, 3, 5, and 6 will each have four (4) board offices, Subdivisions 2 and 4 will each have three (3) board offices, and Subdivision 7 will have one (1) board office. On January 9, 2025, the Board of Directors will reduce to 19 board offices. On January 7, 2027, the Board of Directors will reduce to 16 board offices. On and after January 4, 2029, the Board of Directors shall consist of 14 board offices. As set forth more completely in Exhibit “D”, board offices are designated by subdivision and election cycle, with those board offices which are permanent designated as either “A” or “B”

and those board offices which shall expire at varying dates prior to January 4, 2029 designated as “C” or “D”. A vacancy in a board office designated as “C” or “D” which occurs after January 1, 2024 shall not be filled and shall result in the expiration of said board office as of the effective date of said vacancy.

11. On January 1, 2024, the Board of Directors of the District shall include all directors of the District and all directors of Dawson in office on December 31, 2023, enabling each such director to continue to serve until the expiration of the term of office for which the director has been elected in accordance with NEB. REV. STAT. § 70-604.08, each director being assigned to one of the 23 board offices as of January 1, 2024. The name, address, assigned board office, and group to which each director will be assigned, in accordance with NEB. REV. STAT. § 70-604(7), is as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>	<u>Group</u>
Brad Brodine	Elm Creek, NE	1A	2024
Dan Muhlbach	Kearney, NE	1C	2024
Scott Olson	Minden, NE	2A	2024
A.C. “Pat” Hecox	Gothenburg, NE	3A	2024
Robert Dahlgren	Bertrand, NE	4C	2024
Rodger White	Hershey, NE	5C	2024
Joe Jeffrey	Lexington, NE	6A	2024
William Knoezer	Elwood, NE	6C	2024
Martin Mueller	Ogallala, NE	7A	2024
Craig Wietjes	Riverdale, NE	1B	2026
Dudley Nelson	Axtell, NE	2B	2026
Bob Kennicutt	Eddyville, NE	3C	2026
Roger Olson	Holdrege, NE	4A	2026
Page Peterson	Gothenburg, NE	5A	2026
Kyle Shepherd	North Platte, NE	5D	2026
Tim Boyle	Elwood, NE	6D	2026
Mary Wroblewski	Ravenna, NE	1D	2028
David Nelson	Minden, NE	2C	2028
Tyler Kugler	Elwood, NE	3B	2028
David Rowe	Johnson Lake, NE	3D	2028

Brent Soneson	Phelps County	4B	2028
David Pieper	North Platte, NE	5B	2028
Geoffrey Bogle	Elwood, NE	6B	2028
Elected in 2028	Keith County	7B	2028

12. The District owns and operates irrigation works in Keith County. Therefore, Keith County shall be a “represented territory” on the Board of Directors of the District in accordance with NEB. REV. STAT. § 70-612(4).

13. The proposed changes to the Charter of the District are set forth below and are set forth in the restatement of Charter attached hereto, marked as Exhibit “E”, and incorporated herein by this reference:

- a. Section/Paragraph (2) shall be amended to read as follows:

The ~~N~~name of the ~~d~~District shall be "~~The Central Nebraska~~Platte River Public Power ~~and~~& Irrigation District" (“District”).

- b. Section/Paragraph (3) shall be amended to read as follows:

The municipalities constituting said District shall be the chartered territory of the following (all references to voting precincts, cities, and villages shall be the boundaries of such as each existed on December 31, 2021):

~~Adams County, Gosper County, Kearney County, Phelps County, and Gosper County~~ Buffalo County, excluding the cities of Elm Creek, Gibbon, Kearney, Ravenna, and Shelton; and the following counties outside its chartered territory: Dawson County, excluding the cities of Cozad, Gothenburg, and Lexington; Lincoln County, excluding the cities of North Platte and Sutherland, and excluding Medicine Voting Precinct and Wallace Voting Precinct;

The following voting precincts in Custer County: Elim/Triumph/Wayne Voting Precinct, and Wood River Voting Precinct, excluding the Village of Oconto; the following voting precinct in Frontier County: Eustis Voting Precinct; the following voting precincts in Sherman County: Harrison Voting Precinct, excluding the villages of Hazard and Litchfield, and Rockville Voting Precinct, excluding the Village of Rockville;

~~and~~And the represented territory of Keith County (pursuant to Neb. Rev. Stat. § 70-617(4)), and that the boundaries of said District be the boundaries of the said counties or voting precincts in accordance with Chapter 70, Article 6 of the

Nebraska Statutes. ~~Each of said counties shall constitute a subdivision of said District for the purpose of nominating and electing directors, and the boundaries of each county shall comprise the boundary of such subdivision. Three directors shall be nominated and elected from each county comprising a subdivision within the chartered territory, and one director shall be nominated and elected from each county outside the chartered territory. Effective January 6, 2011, Adams County shall be removed from the chartered territory of the District and the boundaries of said district shall be changed accordingly.~~

- c. Section/Paragraph (4) shall be amended to read as follows:

The District intends to engage in any business authorized by law for public power and irrigation districts including, primarily, the owning and operating of irrigation works to deliver surface water and the generation and distribution of electric light and power ~~and the business of owning and operating irrigation works, and,~~ its method of operation will be to ~~continue to~~ serve customers located within the boundaries of the District from its ~~plants, systems and irrigation works,~~ electric generation plants and distribution system at the lowest possible rates consistent with sound business practices. ~~The plants, systems and irrigations~~ irrigation works, electric generation plants and distribution system of the District, the operation of the same, the exercise of powers, and the assumption of duties and responsibilities, of or on the part of this District do not nullify, conflict with, or materially affect those of, or on the part of, any other district.

- d. Section/Paragraph (5) shall be amended to read as follows:

~~That~~ the location of the principal place of business of the ~~d~~District shall be ~~Holdrege~~ Lexington, Phelps-Dawson County, Nebraska.

- e. Section/Paragraph (6) shall be amended to read as follows:

~~Said~~The ~~d~~District shall not have the power to assess or levy any taxes nor to issue general obligation bonds.

- f. Section/Paragraph (7) shall be amended to read as follows:

~~That~~ the Board of Directors of said District shall consist of ~~fifteen members~~23 board offices until ~~January 6, 2011, at which time the Board of Directors of the District shall be reduced to twelve members by the removal of Adams County from the chartered territory of the District.~~January 9, 2025, at which time the Board of Directors will reduce to 19 board offices. On January 7, 2027, the Board of Directors will reduce to 16 board offices. On and after January 4, 2029, the Board of Directors shall consist of 14 board offices. ~~Members~~ Directors of the ~~Board of Directors~~ of the District shall be qualified electors of said ~~d~~District, ~~and that the Board of Directors shall consist of the persons hereinafter named whose addresses are opposite their respective names, and who are hereby divided into three (3) separate groups; the first group from to hold office until their successors are elected~~

at the ~~2004~~2024 general state election; the second group to hold office until their successors are elected at the ~~2006~~2026 general state election; the third group to hold office until their successors are elected at the ~~2008~~2028 general state election, ~~to-wit:~~

<u>NAME</u>	<u>ADDRESS (Nebraska)</u>	<u>GROUP</u>
Robert L. Johnson	Hastings, Adams County	First
Robert A. Garrett	Minden, Kearney County	First
C. Lloyd Erickson	Holdrege, Phelps County	First
Geoffrey K. Bogle	Elwood, Gosper County	First
Stephen M. Anderson	Lexington, Dawson County	First
Wendell E. Johnson	Roseland, Adams County	Second
K. Scott Olson	Minden, Kearney County	Second
Gary W. Dahlgren	Bertrand, Phelps County	Second
William Knoerzer	Elwood, Gosper County	Second
John J. DeTuerk, Jr.	Ogallala, Keith County	Second
O. J. McDougal, Jr.	Hastings, Adams County	Third
Dudley L. Nelson	Axtell, Kearney County	Third
Roger D. Olson	Holdrege, Phelps County	Third
Doyle D. Lavene	Bertrand, Gosper County	Third
Robert L. Petersen	North Platte, Lincoln County	Third

~~If for any reason any successor takes office or is appointed for one of the foregoing directors prior to the effective date of this Amended Petition for Creation, the successor shall replace the named director for a term of office as set forth in Chapter 70, Article 6 of the Nebraska Statutes.~~

g. Section/Paragraph (8) shall be added to read as follows:

(8) The District’s Territory shall be divided into seven (7) subdivisions for purposes of nominating and electing directors to the board offices and to fill vacancies (all references to voting precincts, cities, and villages shall be the boundaries of such as each existed on December 31, 2021):

**Subdivision 1** shall be composed and consist of Buffalo County, excluding the cities of Elm Creek, Gibbon, Kearney, Ravenna, and Shelton; the Harrison Voting Precinct, excluding the villages of Hazard and Litchfield, located in Sherman County; and the Rockville Voting Precinct, excluding the Village of Rockville, in Sherman County.

**Subdivision 2** shall be composed and consist of Kearney County.



**Subdivision 3** shall be composed and consist of Dawson County, excluding the cities of Cozad, Gothenburg and Lexington; the Elim/Triumph/Wayne Voting Precinct, located in Custer County; and the Wood River Voting Precinct, excluding the Village of Oconto, located in Custer County.

**Subdivision 4** shall be composed and consist of Phelps County.

**Subdivision 5** shall be composed and consist of Lincoln County, excluding the cities of North Platte and Sutherland, and excluding the Medicine Voting Precinct and the Wallace Voting Precinct.

**Subdivision 6** shall be composed and consist of Gosper County and the Eustis Voting Precinct located in Frontier County.

**Subdivision 7** shall be composed and consist of Keith County.

14. At the July 5, 2023 regular meeting of the Board of Directors of the District referenced hereinabove, the Board, by a vote of ten (10) to two (2), adopted Amended & Restated Bylaws of the District which will take effect, and are expressly contingent, upon issuance by the PRB of a Certificate approving Charter Amendment No. 7. A certified copy of District Resolution 23-02 adopting said Amended & Restated Bylaws is attached hereto, marked as Exhibit “F”, and incorporated herein by this reference.

15. The amendments to the Charter of the District set forth hereinabove will not be contrary to the best interests of the District, nor will they jeopardize or impair the rights of the creditors of the District. To ensure they do not jeopardize or impair the rights of the creditors of Dawson, the bonded indebtedness of said district shall be assumed by the District and shall be addressed in a manner consistent with Exhibit “G”, attached hereto and by this reference incorporated herein. The amendments to the Charter of the District set forth hereinabove are in the best interest of the customers and residents of both the District and Dawson and should be approved.

WHEREFORE, the District requests that the Nebraska Power Review Board publish the required notice and issue a Certificate approving Charter Amendment 7, effective January 1, 2024, and do all and further things required by or appropriate under the laws of the State of Nebraska.

Dated: July 28, 2023.

THE CENTRAL NEBRASKA PUBLIC  
POWER AND IRRIGATION DISTRICT,  
Petitioner

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