

**MINUTES OF THE BOARD OF DIRECTORS PUBLIC MEETING
AND STRATEGIC RETREAT
OF THE
WYOMING INFRASTRUCTURE AUTHORITY**

**The Cody
Cody, Wyoming
September 9-10, 2009**

Call to Order-September 9, 2009

Chairman Mike Easley called the meeting of the WIA Board of Directors to order at 8:34 a.m. September 9, 2009 at The Cody in Cody, Wyoming.

I. Roll-call, Establish Quorum

Mike Easley, Kyle White, Bryce Freeman, J.M. Shafer and Bret Jones: quorum established. Also participating were Steve Ellenbecker, Director of Governmental and External Relations and Holly Martinez, Administrative Manager, with no members of the public in attendance.

II. Meeting with LS Power on WCI

Mark Milburn and Paul Thessen with LS power gave an update to the Board on the WCI project and what the next steps will be.

III. Meeting with representatives of Black Hills and Babcock and Wilcox

Don Langley with Babcock and Wilcox and Tom Ohlmacher with Black Hills discussed with the Board the oxy-fuel demonstration project and the DOE CCPI application.

IV. Report by ICF (by phone)

Robert Henke with ICF International gave a brief summary of the ICF report "Framework for Analyzing Separation Distances between Transmission Lines in Wyoming".

V. Director of Governmental and External Relations

Steve Ellenbecker updated the Board on several activities. Listed below are the topics that were discussed:

- Collector System Task Force-Next Steps
- Proposed changes to the Industrial Siting Act and their affect on transmission and wind generation project regulation
- Nicholayson Art Museum request for WIA support in October 2009

VI. WIA Financial Condition and 2011-2012 biennium budget

Steve Ellenbecker went over the financial condition and the 2011-2012 biennium budget with the Board. Please see the posted budget at www.wyia.org.

VII. Washington D.C. Report

Tom Dennis with Cassidy and Associates gave a report to the Board on Washington's strategy/activities.

The Board went into Executive Session

September 10, 2009

I. Discussion with Jim Tarpey (by phone)

Jim Tarpey discussed with the Board Interstate Compacts

II. Director of Governmental and External Relations

Steve Ellenbecker had a few more items he needed to discuss with the Board. Listed below are the topics that were discussed:

- Wyoming West Project ROW transfer
- High Plains Express Project status and WIA financial commitment

III. WIA Strategic Plan

Steve Ellenbecker went over the WIA strategic plan with the Board.

Mike Easley had some suggestions to the strategic plan.

Holly Martinez noted the suggestions and changes and was asked to send out an updated strategic plan to the Board.

The Board decided to have a Board conference call the following week to finish the discussion on the WIA strategic plan.

IV. Formal Action Items

Kyle made a motion to extend the time frame for expenditure of the previously approved WCI budget through the end of the year, 2009. Bryce seconded the motion and the motion was approved by unanimous assent.

Bryce made a motion to authorize Steve Ellenbecker to execute the WCI MOU with Western Area Power Administration and LS Power, subject to his review of the document confirming that no material changes have been made to the latest draft reviewed by the Board, and bringing any material changes to the Board for approval prior to signature. J.M. seconded the motion and the motion was approved by unanimous assent.

Kyle made a motion to honor ICF's request to compensate a portion of the cost overrun for the line separation report, in the amount of \$15,000. Bryce seconded the motion and the motion was approved by unanimous assent.

Bryce made a motion to approve the 2011-2012 biennium budget as submitted to the State Budget Office on August 28, 2009. J.M. seconded that motion and the motion was approved by unanimous assent.

Kyle made a motion authorizing Steve Ellenbecker to work with ICF and the Collector System Task Force to develop a proposed scope of work to guide a consultant study to evaluate alternative design scenarios for a WY collector system to gather wind resources, with the scope of work to include determining estimated costs for the alternative design scenarios. Bryce seconded that motion and the motion was approved by unanimous assent.

Kyle made a motion authorizing Steve Ellenbecker to enter into discussions with TransWest Express with the intent of negotiating an up-front cash payment in exchange for the transfer of WIA's intellectual property in the Wyoming-West Project. Bryce seconded that motion and the motion was approved by unanimous assent.

The Board adjourned at approximately 12:00p.m.