

SPIRITWOOD ENERGY PARK ASSOCIATION, LLC
Special Meeting of the Members
Official Minutes
February 3rd, 2023

A meeting of the members of the Spiritwood Energy Park Association, LLC, a North Dakota limited liability company, was held on February 3, 2023, at 12:00 p.m. in the JSDC lower-level conference room, pursuant to notice duly provided to all members.

SEPA Member Representative Tory Hart called the meeting to order at 12:00 p.m. (CDT).

In attendance were Tory Hart (by Zoom) and Nick Schauer, Authorized Member Representatives of Jamestown/Stutsman Development Corporation; Al Christianson (by Zoom) and Rachel Retterath (by Zoom), Authorized Member Representatives of Great River Energy; Connie Ova, Chief Operations Officer, SEPA; Jamie Czapiewski, Staff, JSDC; Mike Nixt, Moss & Barnett; Charles Mueller, Mike Keller, and Christian Varela, ADM; Daryl Hornbuckle, Interstate Engineering.

Conflict of Interest. None.

Notice Waiver

Tory read the Executive Session meeting script to adjourn the open meeting and enter into Executive Session per NDCC Section 44-04-18.27 to discuss the modification to the various industrial park documents and Green Bison Soybean Processing's various industrial park documents at 12:04 a.m.

Tory read the Executive Session meeting script to adjourn the Executive Session per NDCC Section 44-04-18.27 to discuss the modification to the various industrial park documents and Green Bison Soybean Processing's various industrial park documents at 12:27 p.m. and reenter into an open meeting.

Tory reconvened the open portion of the meeting at 12:27 p.m.

Approval of Modification to the Various Industrial Park Documents

Al made a motion to approve the modification to the various industrial park documents, Nick seconded. Roll call vote, Al- Aye, Rachel- Aye, Tory- Aye, Nick- Aye. The motion passed unanimously.

Approval of Green Bison Soybean Processing's Various Industrial Park Documents

Al made a motion to approve Green Bison Soybean Processing's various industrial park documents, Rachel seconded. Roll call vote, Al- Aye, Rachel- Aye, Tory- Aye, Nick- Aye. The motion passed unanimously.

Review of FCCU Phase II Term Sheet.

Nick Schauer provided a review of the FCCU Phase II term sheet. The terms are just general at this point and not finalized.

Approval of Waiver of Right of First Refusal Under First Amended and Restated Limited Liability Company Agreement of Spiritwood Energy Park Association, LLC.

Rachel made a motion to approve the waiver of right of first refusal under the first amended and restated limited liability company agreement of Spiritwood Energy Park Association, LLC., Nick seconded. Roll call vote, Al- Aye, Rachel- Aye, Tory- Aye, Nick- Aye. The motion passed unanimously.

Approval of Second Amended and Restated Limited Liability Company Agreement of Spiritwood Energy Park Association, LLC.

Nick made a motion to approve the second amended and restated limited liability company agreement of

Spiritwood Energy Park Association, LLC., Rachel seconded. Roll call vote, Al- Aye, Rachel- Aye, Tory- Aye, Nick- Aye. The motion passed unanimously.

Award Phase II Construction Bid.

Dakota, Missouri Valley and Western Railrod was the lowest bid out of the five submitted. Three out of the five were disqualified due to various issues involving the bid bond.

Al made a motion to award the bid to Dakota, Missouri Valley and Western Railroad, Rachel seconded. Roll call vote, Al-Aye, Rachel-Aye, Tory-Aye, Nick-Aye. The motion passed unanimously.

The meeting was adjourned at 12:46 p.m. (CDT).

Respectfully submitted by, Jamie Czapiewski, JSDC

