

OPPD Board of Directors – All Committees Meeting

Tuesday, December 8, 2020

CLOSED SESSION 8:00 A.M. – PUBLIC SESSION 10:00 A.M.

Public may attend by going to www.oppd.com/CommitteeAgenda to access the Webex meeting link and view instructions.

<u>TOPIC</u>	<u>TYPE</u>	<u>PRESENTER</u>	<u>TIME*</u>
1. Chair Opening Statement		Moody	8:00 A.M.
2. Closed Session			
Enterprise Risk Management Quarterly Update	Reporting	Focht	30 min
Corporate Officers Compensation Adjustments	Reporting	Burke	45 min
BREAK			9:30 A.M.
<i>Open Webex Meeting to Allow Public to Join</i>			9:45 A.M.
3. Public Session – Chair Opening Statement		Moody	10:00 A.M.
4. Safety Briefing		Burke	10:05 A.M.
5. Finance Committee			10:10 A.M.
Finance Chair Report (12/1/20)	Reporting	Bogner	10 min
2021 Final Corporate Operating Plan	Action	Fernandez	20 min
Declaration of Anticipated 2021 Capital Expenditures Reimbursement	Action	Fernandez	5 min
6. System Management & Nuclear Oversight Committee			10:45 A.M.
SM&NO Chair Report (12/3/20)	Reporting	Mollhoff	10 min
Railroad Easement Acquisitions 2021 – 2025	Action	Comstock	10 min
Nuclear Oversight Committee Report	Reporting	Fisher	10 min
7. Public Information Committee			11:15 P.M.
Public Information Chair Report (12/1/20)	Reporting	Yoder	5 min
Legislative and Regulatory Update – Look Ahead	Reporting	Olson	30 min
BREAK FOR LUNCH			12:00 P.M.
Public Information Committee (continued)			12:30 P.M.
SD-13: Stakeholder Outreach and Engagement Monitoring Report	Action	Olson	45 min
Customer Trends Update	Reporting	Comstock	20 min
8. Governance Committee			1:35 P.M.
Governance Chair Report (12/3/20)	Reporting	McGuire	10 min
2021 Agenda Planning Calendar	Reporting	Burke	10 min
BL-5: Unity of Control Policy Refinement	Action	Focht	5 min
Bylaws Amendment – Meeting Schedule	Action	Focht	5 min
2021 Board Meeting Schedule	Action	Focht	5 min
SD-8: Employee Relations Monitoring Report	Action	Sedky	30 min
Retirement Plan Amendments	Action	Sedky	10 min
Corporate Officers Compensation Adjustments	Action	Burke	45 min

* Please note all times and duration are estimates. Please use the link below to find all committee and board agendas, materials and schedules. Board governance policies and contact information for the board and senior management team also can be found at www.oppd.com/BoardMeetings.

	<u>TOPIC</u>	<u>TYPE</u>	<u>PRESENTER</u>	<u>TIME*</u>
	<i>BREAK</i>			3:30 P.M.
9.	Other Business			3:35 P.M.
	Confirmation of Board Meeting Agenda	Action	Moody	5 min
	Power with Purpose Update	Reporting	Fisher	30 min



Pre-Committee Agenda

GOVERNANCE PRE-COMMITTEE MEETING
WEBEX VIDEOCONFERENCE
Thursday, December 3, 2020 7:15 – 9:00 A.M.

1. Executive Compensation (Burke – 20 min)
 - a. Objective: Review and discuss recommended Executive Compensation
2. SD-8: Employee Relations Monitoring Report (Sedky – 10 min)
 - a. Objective: Finalize SD-8 Monitoring Report for Board review and approval
3. Retirement Plan Amendments (Sedky – 10 min)
 - a. Objective: Finalize Pension Plan Amendments and proposed resolution for Board review and approval
4. Policy Refinement Discussion BL-5: Unity of Control (Focht – 20 min)
 - a. Objective: Finalize proposed refinements for Board review and approval
5. GP-1: Purpose of the Board (Focht – 20 min)
 - a. Objective: Discuss use of resolution vs. strategic directive in support of policy governance
6. Bylaws Refinement: Meeting Schedule (Focht – 5 min)
 - a. Objective: Finalize proposed refinements for Board review and approval
7. 2021 Board Meetings (Focht – 10 min)
 - a. Objective: Finalize 2021 meeting calendar for Board review and approval
8. Summary of Committee Direction (2 min)
 - a. Objective: Senior management team liaison(s) to summarize direction provided by the committee



Reporting Item

BOARD OF DIRECTORS

December 8, 2020

ITEM

2021 Agenda Planning Calendar

PURPOSE

To present the Board of Directors with the 2021 Agenda Planning Calendar

FACTS

a. In accordance with Board Policy GP-4: Agenda Planning:

“The Board, in conjunction with the CEO, shall develop, monitor, and regularly update a work plan comprised of initiatives, topics and issues it wishes to explore or is required to address over the next 12-month period, in order to guide OPPD staff in preparing agendas for standing committee meetings and regular Board meetings.”

b. The Corporate Secretary’s office, under the direction of the CEO and Board of Directors, and in coordination with the Committee Chairs and Vice Presidents, shall prepare and issue agendas for each Board-related meeting.

c. Matters may be placed on agendas for any Board meeting 24 hours preceding the meeting, with an exception of items of an emergency nature.

d. Any changes made to the Agenda Planning Calendar will be noted and shared with the Board throughout the year.

RECOMMENDED:

DocuSigned by:
Scott M. Focht
B626AD4392E3483

Scott M. Focht
Vice President – Corporate Strategy
and Governance

APPROVED FOR REPORTING TO BOARD:

DocuSigned by:
Timothy J. Burke
5DB1A8C8CE8D4B5

Timothy J. Burke
President and CEO

Attachment: 2021 Agenda Planning Calendar

2021 Agenda Planning Calendar

**BOARD IDENTIFIED WORK PLAN
PRIORITIES (as of 12/1/20)**

TOPIC	ACKNOWLEDGED	CMTE	SMT	STATUS	STATUS DESCRIPTION	TARGET COMPLETION DATE
BL-9: Delegation to President & CEO - Local, State and Federal Legislation and Regulation -- Legislative Resolution	2019	PI	Olson	Work In Progress	Discussed in PI Cmte and with full Board in August and September 2020; referred back to PI Cmte for further review; 10/13/20 All Committee meeting determined to include topics of interest in OPPD's annual legislative agenda	
SD-9: Resource Planning Policy Revision	8/26/2020	SM	Fisher / Fernandez	Not Started	System Committee discussion 12/3/20	
SD-2: Rates Policy Revision	8/26/2020	FIN	Fernandez	Not Started	Finance Committee to propose revisions	
SD-4: Reliability Policy Revision	8/26/2020	SM	Via	Not Started	System Committee to propose revisions	
BL-5: Unity of Control Policy Revision	8/26/2020	GOV	Focht	Work In Progress	Proposed revisions reviewed by Gov Cmte 9/10/20; Gov Cmte determined more review required; On agenda for Board action 12/9/20	

2021 Agenda Planning Calendar

PARKING LOT

TOPIC	SUGGESTED BY	ACKNOWLEDGED	STATUS
SD-11: Economic Development Policy Revision	Yoder/Williams	8/26/2020	
Ad Hoc Committee on Market Transformation	Gov Workshop discussion		
SD-13: Stakeholder Outreach & Engagement	PI pre-cmte 11/3/20		

2021 Agenda Planning Calendar

1/19/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Bogner	10 min		
Pledged Securities	Reporting	Fernandez	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Mollhoff	10 min		
SD-6: Safety Monitoring Report	Action	McCormick	30 min		
Spring 2021 Fiber Optic Ground Wire Installations	Action	Via	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Yoder	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Moody	10 min		
Report on Litigation	Reporting (Closed)	Bruckner	60 min		
Election of Board Officers	Action	Moody	N/A min		Conducted at Board meeting
Announcement re Oaths of Affirmation of Elected Directors	N/A	Hinners	N/A min		Announced at Board meeting
Other Business					
Confirmation of Board Meeting Agenda	Action	Moody	5 min		
Review of Board Work Plan	Discussion	Moody	10 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			4.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN JANUARY					
TENTATIVE Jan or Feb - Decarbonization Strategic Initiative Update	Presentation	Fisher	30 min		Board meeting presentation
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

2/16/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Bogner	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Mollhoff	10 min		
SD-4: Reliability Monitoring Report	Action	Via	45 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Yoder	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Moody	10 min		
Board Standing Committee Assignments	Action	Bd Chair	5 min		
SD-1: Strategic Foundation Monitoring Report	Action	Focht	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	10 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			3.8	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN FEBRUARY					
TENTATIVE Jan or Feb - Decarbonization Strategic Initiative Update	Presentation	Fisher	30 min		Board meeting presentation
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

3/16/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
2020 Annual Financial Report	Reporting	Fernandez	20 min		
Retirement Plan Annual Report	Reporting	Fernandez	30 min		
401(k) and 457 Retirement Savings Plan Annual Report	Reporting	Fernandez	10 min		
Other Post Employment Benefits (OPEB) Trusts Annual Report	Reporting	Fernandez	10 min		
SD-14: Retirement Plan Funding Monitoring Report	Action	Fernandez	30 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
SD-5: Customer Satisfaction Monitoring Report	Action	Comstock	45 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Enterprise Risk Management Quarterly Update	Reporting (Closed)	Focht	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			5.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN MARCH					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

4/13/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			2.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN APRIL					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

5/18/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
First Quarter Financial Report	Reporting	Fernandez	20 min		
First Quarter Retirement Fund Report	Reporting	Fernandez	20 min		
SD-3: Access to Credit Markets Monitoring Report	Action	Fernandez	30 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
CEO Performance Review	Action (CLOSED)	Cmte Chair	45 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	TBD	5 min		
Review of Board Work Plan	Discussion	TBD	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			4.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN MAY					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

6/15/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-2: Rates Monitoring Report	Action	Fernandez	60 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-15: Enterprise Risk Management Monitoring Report	Action	Focht	30 min		
Enterprise Risk Management Quarterly Update	Reporting (Closed)	Focht	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			4.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN JUNE					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

7/13/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Annual Health Plan Report	Action	Sedky	20 min		
Corporate Officer Performance Reviews & Compensation Adjustments – Juli Comstock and Lisa Olson	Action (Closed)	Burke	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			3.2	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN JULY					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

8/17/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Annual Report of the Interest Rate on Customer Security Deposits	Reporting	Fernandez	10 min		
Second Quarter Financial Report	Reporting	Fernandez	20 min		
Second Quarter Retirement Fund Report	Reporting	Fernandez	20 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-9: Resource Planning Monitoring Report	Action	Fernandez	45 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Best Places to Work for You Survey Results	Reporting	Sedky	60 min		
TENTATIVE Amendment to OPPD's Petition for Creation	Action	Focht	10 min		Redistricting per 2020 census
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			5.1	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN AUGUST					
Board Governance Retreat					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

9/14/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-7: Environmental Stewardship Monitoring Report	Action	Fisher	60 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-10: Ethics Monitoring Report	Action	Sedky	30 min		
TENTATIVE Amendment to OPPD's Petition for Creation	Action	Focht	10 min		Redistricting per 2020 census
Enterprise Risk Management Quarterly Update	Reporting (Closed)	Focht	45 min		
Corporate Officer Performance Review and Compensation Adjustment – Troy Via	Action (Closed)	Burke	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			5.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN SEPTEMBER					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

10/19/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
SD-12: Information Management and Security Monitoring Report	Action	Brown	20 min		
TENTATIVE Amendment to OPPD's Petition for Creation	Action	Focht	10 min		Redistricting per 2020 census
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			2.8	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN OCTOBER					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

11/16/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Third Quarter Retirement Fund Report	Reporting	Fernandez	20 min		
Third Quarter Financial Report	Reporting	Fernandez	20 min		
2022 Preliminary Corporate Operating Plan	Reporting	Fernandez	60 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
SD-11: Economic Development Monitoring Report	Action	Olson	45 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
TENTATIVE Amendment to OPPD's Petition for Creation	Action	Focht	10 min		Redistricting per 2020 census
Corporate Officer Performance Review and Compensation Adjustment – Scott Focht	Action (Closed)	Burke	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			5.4	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN NOVEMBER					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation

2021 Agenda Planning Calendar

12/14/2021 (as of 12/01/20)					
COMMITTEE	TYPE	PRESENTER	TIME		Comments
Finance					
Finance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
2022 Final Corporate Operating Plan	Action	Fernandez	20 min		
Declaration of Anticipated 2022 Capital Expenditures Reimbursement	Action	Fernandez	5 min		
System Management & Nuclear Oversight					
SM&NO Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Nuclear Oversight Committee Report	Reporting	Fisher	10 min		
Public Information					
Public Information Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
Legislative and Regulatory Update	Reporting	Olson	30 min		
SD-13: Stakeholder Outreach and Engagement Monitoring Report	Action	Olson	45 min		
Customer Trends Update	Reporting	Comstock	20 min		
Governance					
Governance Pre-Committee (TBD)	Reporting	Cmte Chair	10 min		
2022 Agenda Planning Calendar	Reporting	Burke	10 min		
2022 Board Meeting Schedule	Action	Focht	10 min		
SD-8: Employee Relations Monitoring Report	Action	Sedky	30 min		
TENTATIVE Amendment to OPPD's Petition for Creation	Action	Focht	10 min		Redistricting per 2020 census
Corporate Officers Compensation Adjustments - Kate Brown, Javier Fernandez, Mary Fisher & Mart Sedky	Action (Closed)	Burke	60 min		
Corporate Officers Compensation Adjustments	Action	Burke	15 min		
Enterprise Risk Management Quarterly Update	Reporting (Closed)	Focht	30 min		
Other Business					
Confirmation of Board Meeting Agenda	Action	Bd Chair	5 min		
Review of Board Work Plan	Discussion	Bd Chair	5 min		
Power with Purpose Update	Reporting	Fisher	30 min		
			6.3	Est. Total	
				Hours	
OTHER ITEMS FOR BOARD DISCUSSION IN DECEMBER					
To be determined					
President's Report	Presentation	Burke	30 min		Board meeting presentation



Board Action

December 8, 2020

ITEM

Revision of Board Policy BL-5: Unity of Control

PURPOSE

To ensure full Board review, discussion and acceptance of revisions to Board Policy BL-5: Unity of Control

FACTS

- a. The Governance Committee is responsible for evaluating and monitoring Board Policy BL-5: Unity of Control.
- b. The Governance Committee proposed revisions for Board consideration on December 8, 2020.
- c. The Governance Committee recommends the Board approve revisions to Board Policy BL-5: Unity of Control, as outlined on Exhibit A.

ACTION

The Governance Committee recommends Board approval of the revisions to BL-5: Unity of Control, as outlined on Exhibit A, effective December 9, 2020.

RECOMMENDED:

DocuSigned by:

Scott M. Focht

B626AD4392E3483

Scott M. Focht

Vice President – Corporate Strategy & Governance

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

Timothy J. Burke


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Timothy J. Burke

President and Chief Executive Officer

Attachments:

Exhibit A – Proposed Revisions Resolution

	OMAHA PUBLIC POWER DISTRICT Board Policy	Category:	Board Staff–Linkage
	Policy No. and Name: BL-5: Unity of Control	Monitoring Method:	Governance Committee Board Report
		Frequency:	Annually
Date of Approval:	October 15, 2015 <u>2020</u>	Resolution No.:	6082 <u>6xxx</u>

Only decisions of the Board acting as a body are binding on the President and Chief Executive Officer (CEO).

Specifically, in or out of the Board meeting:

- Decisions or instructions of individual Directors, officers, or committees are not binding on the CEO except in instances when the Board has specifically authorized such exercise of authority.
- In the case of individual Directors or committees requesting information or assistance without Board authorization, the CEO must refuse such requests that require, in his or her opinion, a material amount of staff time, or funds, or are disruptive. When individual Directors or committees request information or assistance without Board authorization, and the CEO refuses to provide the requested information or assistance, the CEO shall promptly inform the Board of the request and rationale for the refusal.
- Directors shall have full and open access to the CEO and the Senior Management and team and may communicate directly with other OPPD employees ~~in order to ask questions and receive all information necessary to perform their duties.~~ However, the Board, as a body, and individual Directors will never give direction to persons who report directly or indirectly to the CEO, with the exception of General Counsel, Director Corporate Audit, and the Senior Corporate Governance Specialist without the approval of the CEO.
- ~~Board Members shall~~ Individual Directors will refrain from ~~conducting~~ evaluating, either formally or informally, the performance evaluations for of any ~~OPPD employee or staff member.~~ The Board as a body will refrain from evaluating, either formally or informally, the performance of any staff, other than the CEO, General Counsel, and the Senior Corporate Governance Specialist.



McGuire/Focht

DRAFT
RESOLUTION NO. 64xx

WHEREAS, the District's Governance Committee proposed, and the Board of Directors reviewed, a recommendation to revise Board Policy BL-5: Unity of Control, as outlined on Exhibit A attached hereto.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the revisions to Board Policy BL-5: Unity of Control, as set forth on the Exhibit A attached hereto, is approved and made a part thereof, effective December 9, 2020.



Board Action

BOARD OF DIRECTORS

December 8, 2020

ITEM

Revisions to OPPD Bylaws

PURPOSE

Amend the District's Bylaws with respect to meeting schedule

FACTS

- a. Article IV, Section 1 of the District's Bylaws state that regular meetings of the Board of Directors shall be held on the first Thursday after the tenth day of each month at 4:00 p.m. at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act.
- b. Management proposed Article IV, Section 1 of the Bylaws be amended to state that the Board annually shall approve a schedule of regular Board meetings. Regular meetings of the Board shall be held as specified in the adopted schedule at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and/or place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act.
- c. The Governance Committee reviewed the proposed amendments and other minor revisions and recommends the Board approve the amended Bylaws, effective December 9, 2020.

ACTION

Approval by the Board of Directors of amendments to Article IV, Section 1 of the District's Bylaws and other minor revisions.

RECOMMENDED:

DocuSigned by:

Scott M. Focht

B020AD4392E3483

Scott M. Focht

Vice President – Corporate Strategy & Governance

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

Timothy J. Burke

5DD1A0C8CE0B4D5

Timothy J. Burke

President and CEO

SMF:mfh

Attachments:

Exhibit A – Proposed Revisions to Bylaws Resolution

Exhibit A – Proposed Revisions

OMAHA PUBLIC POWER DISTRICT

BYLAWS

With all Amendments to ~~July 16, 2020~~ December 9, 2020

ARTICLE I – THE BOARD OF DIRECTORS

SECTION 1. POWERS. The corporate powers of the District shall be vested in the Board of Directors and shall be exercised in such manner as to confer upon the District's customers the benefits of a successful and profitable operation and conduct of its business.

SECTION 2. BOARD OFFICERS. The Chair of the Board, the Vice Chair of the Board, the Secretary and the Treasurer of the District shall be elected by the Board, from among its members, at its regular January meeting. Such officers shall serve for a term of one year and until the election of their successors, and may be removed from office during such term only by the affirmative vote of not less than five Directors at a regular meeting of the Board or a special meeting called for that purpose.

SECTION 3. DUTIES OF BOARD OFFICERS. The Chair of the Board shall be the presiding officer of the Board and shall be the spokesperson of the Board in public announcements pertaining to its conduct of the District's affairs. In the event of the disability or absence of the Chair of the Board, his or her duties shall devolve upon the Vice Chair of the Board. The Secretary and the Treasurer may perform any of the customary duties of such offices.

ARTICLE II – OTHER OFFICERS

SECTION 1. APPOINTMENT. The other officers of the District shall be a President and such assistants thereto and to the Secretary and the Treasurer as the Board shall deem necessary in handling the affairs and transacting the business of the District. Such officers shall be appointed by the Board and shall serve at its pleasure.

SECTION 2. DUTIES.

- (a) **THE PRESIDENT AND ASSISTANTS.** The President shall be the Chief Executive Officer of the District and, subject to the control of the Board of Directors, shall manage, conduct and administer the affairs of the District in an efficient and economical manner. The Vice Presidents shall carry out such duties as may be delegated to them by the President. In addition, one shall act in the stead of the President during the absence or disability of the latter.

- (b) **ASSISTANT SECRETARIES.** An Assistant Secretary, or his or her designee, shall record and keep the minutes and be the official custodian of the records of the acts and proceedings of the Board, as well as all documents pertaining thereto. Assistant Secretaries shall also perform such other duties as are assigned to them by the Board or delegated to them by the President. In addition, one shall act in the stead of the Secretary during the absence or disability of the latter.
- (c) **ASSISTANT TREASURERS.** An Assistant Treasurer shall keep accounts of all monies received and disbursed by the District, and shall deposit all monies in such depositories as the Board may designate. Assistant Treasurers shall also perform such other duties as are assigned to them by the Board or delegated to them by the President. All checks for the payment of money shall be signed by the Treasurer or an Assistant Treasurer. Assistant Treasurers shall also perform such other duties as may be assigned to them by the Treasurer. In addition, one shall act in the stead of the Treasurer during the absence or disability of the latter.

ARTICLE III – COMMITTEES

SECTION 1. STANDING COMMITTEES. The following standing committees are hereby established, each to consist of two or more members of the Board appointed by the Chair of the Board, with the concurrence of the Board:

- (a) Governance
- (b) Finance
- (c) Public Information
- (d) System Management and Nuclear Oversight

SECTION 2. SPECIAL COMMITTEES. In addition to the foregoing standing committees, the Chair of the Board may, with the concurrence of the Board, from time to time appoint such special committees as may be deemed appropriate to investigate, report on and make recommendations regarding any aspect of the operation and conduct of the District's business.

SECTION 3. DUTIES AND POWERS. These committees shall constitute fact-finding agencies whose duty it is to investigate questions within the natural scope of the function indicated by their titles, and report the facts, together with their recommendations to the Board for action. No committee shall have the power to act on matters requiring Board approval without advance specific authorization from the Board.

SECTION 4. REFERENCE TO COMMITTEES. Except as otherwise specifically provided by these Bylaws, reference to a committee shall not be a prerequisite to action by the Board.

ARTICLE IV – MEETINGS

SECTION 1. TIME. ~~The Board annually shall approve a schedule of regular Board meetings.~~ Regular meetings of the Board shall be held ~~on the first Thursday after the tenth day of each month at 4:00 p.m. as specified in the adopted schedule~~ at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and/or place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act. Special meetings may be held at the call of the Chair of the Board, or upon the written request of two members of the Board, at such time and place as is designated in the notice thereof.

SECTION 2. QUORUM. Five members of the Board shall constitute a quorum for the transaction of business. Any meeting at which a quorum is not present may be recessed by oral or written directive of the Chair of the Board, (or in his or her absence, the Vice Chair of the Board or any other two members of the Board), until a date and time when a quorum can be obtained.

SECTION 3. AFFIRMATIVE ACTION. All actions of the Board of Directors shall require the affirmative vote of not less than five members of the Board.

SECTION 4. AGENDA. An agenda of matters to be acted upon at any regular meeting of the Board shall be prepared by an Assistant Secretary, or his or her designee, and (whenever reasonably possible) shall be delivered to each Director on the Friday preceding the meeting. Any matter shall be put on the agenda at the request of any member of the Board if made ~~by 4:00 p.m. on the day~~ 24 hours preceding the ~~date of the~~ meeting. No new matters shall be acted upon at that meeting without the affirmative vote of not less than five members of the Board. The foregoing shall not foreclose any citizen of the privilege of being heard, at any meetings on any matter relating to the District's operations, subject to such reasonable time and relevancy limitations as the Chair of the Board, with the concurrence of the Board, may set.

SECTION 5. NOTICE. Written notice of all meetings shall be simultaneously transmitted by e-mail (or personal delivery) to all members of the Board, and communicated to the public by notifying the local news media, by publicizing same in the Outlets newsletter and on OPPD.com, and by displaying a notice thereof on the Arcade Level of Energy Plaza. The notice so displayed shall state the time and place of the meeting and shall advise that a copy of the proposed agenda for the meeting is being maintained, on a current basis, and is readily available for public inspection in the office of an Assistant Secretary of the District, or his or her designee.

SECTION 6. NOTICE – EMERGENCY MEETINGS. Notwithstanding the provisions of Section 5, when it is necessary to hold an emergency meeting without reasonable advance public notice, the nature of the emergency shall be stated in the minutes of the meeting and any formal action taken in such meeting shall pertain only to the emergency. Such emergency meetings may be held by means of electronic or telecommunication equipment. As to any emergency meetings, the Secretary shall

make a reasonable effort to provide advance notification to the news media of the time and place of such meetings, and the subjects to be discussed at the meetings. Complete minutes of such emergency meetings specifying the nature of the emergency and any formal action taken at the meeting shall be made available to the public by no later than the end of the next regular business day.

SECTION 7. RECESS. Regular meetings may be terminated by adjournment, or may be continued by recessing until a stated day and time prior to the next regular meeting, but no new matters may be acted upon when reconvened after recess without the affirmative vote of not less than five members of the Board.

SECTION 8. ROLL CALL. Any formal official action on any question or motion duly moved and seconded shall be taken only by roll call vote of the Board of Directors in open session convened and the record shall show how each member voted, or was absent or was not voting.

SECTION 9. PROXIES PROHIBITED. No Director may vote by proxy.

SECTION 10. COPIES OF MINUTES. Except as provided in Section 6, insofar as is reasonably possible an Assistant Secretary, or his or her designee, shall prepare and deliver a copy of the minutes of each meeting of the Board to each Director within ten days after its adjournment.

ARTICLE V – CLOSED SESSIONS

SECTION 1. CLOSED SESSIONS. Any regular or special meeting of the Board of Directors duly convened, may be closed to the public upon the affirmative vote of the majority of the members present, taken in open session, if a closed session is required under the Open Meetings Act, Nebraska Revised Statute § 84-1407, et seq., as amended from time to time (“Open Meetings Act”), and the Board of Directors shall comply with the provisions of the Open Meetings Act.

SECTION 2. VOTING. The vote to hold a closed session will be by roll call taken in open session and shall be conducted in accordance with the provisions of the Open Meetings Act.

SECTION 3. CHALLENGE. Any member of the Board may challenge the continuation of a closed session in accordance with the provisions of the Open Meetings Act. Such challenge and its disposition shall be recorded in the minutes.

SECTION 4. COMMITTEE MEETINGS. The provisions of Sections 1, 2 and 3 of this Article shall have no application to any meetings of committees of the Board, unless such committees are holding hearings, making policy or taking formal action on its behalf, pursuant to Article III, Section 3 of the Bylaws.

ARTICLE VI – EMPLOYMENT

SECTION 1. SALARIES. The salaries or other compensation of all officers and employees of the District shall be fixed by general rule or classification except those which by law require a recorded vote of the Directors.

SECTION 2. SELECTION OF EMPLOYEES. All employees, other than officers appointed by the Board, shall be selected in conformance with the District's established personnel practices and procedures which have been approved by the Board.

ARTICLE VII – MISCELLANEOUS

SECTION 1. BUDGET. An annual budget shall be adopted by the Board of Directors. No substantial departure, which would exceed the total approved budget, shall be made without first submitting the matter to and obtaining the approval of the Board.

SECTION 2. PRESIDENT'S MONTHLY REPORT. The President shall make a monthly report to the Board in writing or at a meeting concerning the operations of the District for the previous month.

SECTION 3. INSPECTION OF DISTRICT RECORDS. Records of the District shall be at all times subject to inspection and examination by the public during business hours, when a request therefor is made in good faith to the President, and the information is sought for a legitimate public purpose.

SECTION 4. LIABILITY OF DIRECTOR, OFFICER OR EMPLOYEE. If any legal action shall be brought against any Director, Officer or employee of the District, based upon the negligent error or omission of such official while in the performance of his or her lawful duties, the District shall defend such official against such action and if final judgment is rendered against such official, then the District shall pay such judgment in his or her behalf and shall have no right to restitution from such official.

ARTICLE VIII – SUSPENSION OF BYLAWS

SECTION 1. IN EMERGENCY. These Bylaws may be suspended for a particular meeting by the recorded vote of not less than five members of the Board if and to the extent made necessary by a serious emergency and consistent with existing law, the nature of the emergency being described in the motion or resolution.

ARTICLE IX – SEAL

The Seal of the District shall be circular in form, with the words on the outside edge, "Omaha Public Power District, Omaha, Nebraska," and in the center the words, "Corporate Seal, Created 1945," a copy of which is impressed herein.

ARTICLE X – AMENDMENT TO BYLAWS

These Bylaws may be amended at any regular meeting of the Board of Directors or at any special meeting of the Board called for that purpose, by the affirmative vote of not less than five members of the Board.



McGuire/Focht

DRAFT
RESOLUTION NO. 64xx

WHEREAS, Article IV, Section 1 of the Bylaws of the Omaha Public Power District states that regular meetings of the Board of Directors shall be held shall be held on the first Thursday after the tenth day of each month at 4:00 p.m. at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act; and

WHEREAS, Management has proposed that Article IV, Section 1 of the Bylaws be amended to state that the Board annually shall approve a schedule of regular Board meetings. Regular meetings of the Board shall be held as specified in the adopted schedule at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and/or place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act; and

WHEREAS, the Governance Committee has reviewed the proposed amendments and other minor revisions and recommends the Board approve the amended Bylaws, effective December 9, 2020.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the District's Bylaws be and hereby are amended, effective December 9, 2020, as set forth on the Exhibit A, attached hereto.



Board Action

December 8, 2020

ITEM

2021 Board Meeting Schedule

PURPOSE

Approve schedule for 2021 Board of Directors meetings


FACTS

- a. Article IV, Section 1 of the Bylaws of the Omaha Public Power District directs that the Board annually shall approve a schedule of regular Board meetings. Regular meetings of the Board shall be held as specified in the adopted schedule at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and/or place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act.
- b. The proposed 2021 OPPD Board of Directors meeting schedule is outlined on the attached Exhibit A.

ACTION


Obtain approval from the Board of Directors for the 2021 Board meeting schedule.

RECOMMENDED:

DocuSigned by:

B626AD4392E3483...

Scott M. Focht
Vice President – Corporate Strategy
and Governance

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

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Timothy J. Burke
President and Chief Executive Officer

Attachments: Exhibit A
Resolution

**Exhibit A
Omaha Public Power District
Board of Directors**

2021 Board Meeting Schedule

All Committees Meeting Tuesdays			Board Meeting Thursdays		
Date*	Location*	Time*	Date*	Location*	Time*
January 19	TBD	10:00 a.m.	January 21	TBD	4:00 p.m.
February 16	TBD	10:00 a.m.	February 18	TBD	4:00 p.m.
March 16	TBD	10:00 a.m.	March 18	TBD	4:00 p.m.
April 13	TBD	10:00 a.m.	April 15	TBD	4:00 p.m.
May 18	TBD	10:00 a.m.	May 20	TBD	4:00 p.m.
June 15**	TBD	10:00 a.m.	June 17**	TBD	4:00 p.m.
July 13**	TBD	10:00 a.m.	July 15**	TBD	4:00 p.m.
August 17	TBD	10:00 a.m.	August 19	TBD	4:00 p.m.
September 14	TBD	10:00 a.m.	September 16	TBD	4:00 p.m.
October 19	TBD	10:00 a.m.	October 21	TBD	4:00 p.m.
November 16	TBD	10:00 a.m.	November 18	TBD	4:00 p.m.
December 14	TBD	10:00 a.m.	December 16	TBD	4:00 p.m.

* *Dates, times and locations are subject to change. All meeting information will be publicly noticed in advance of the meeting.*

** *Tentative. The Board may consider cancelling either the June or July 2021 meetings.*



McGuire/Focht

DRAFT
RESOLUTION NO. 64xx

WHEREAS, Article IV, Section 1 of the Bylaws of the Omaha Public Power District directs that the Board annually shall approve a schedule of regular Board meetings. Regular meetings of the Board shall be held as specified in the adopted schedule at the general offices of the District in Energy Plaza, Omaha, Nebraska, or at such other time and/or place as specified in the notice of meeting, including audio and video conference as provided in the Open Meetings Act.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the Board meeting schedule for 2021, as outlined on Exhibit A attached hereto, is hereby approved.



Board Action

BOARD OF DIRECTORS

December 8, 2020

ITEM

SD-8: Employee Relations Monitoring Report

PURPOSE

To ensure full Board review, discussion and acceptance of SD-8: Employee Relations Monitoring Report

FACTS

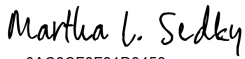
- a. The first set of Board policies was approved by the Board on July 16, 2015. A second set of Board policies was approved by the Board on October 15, 2015.
- b. Each policy was evaluated and assigned to the appropriate Board Committee for oversight of the monitoring process.
- c. The Governance Committee is responsible for evaluating Board Policy SD-8: Employee Relations.
- d. The Governance Committee has reviewed the SD-8: Employee Relations Monitoring Report as outlined on Exhibit A, and is recommending that OPPD be found sufficiently in compliance with the policy as stated.


ACTION

The Governance Committee recommends Board approval of the 2020 SD-8: Employee Relations Monitoring Report.

RECOMMENDED:

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

0AC6CF8F91D3458...
 Martha L. Sedky
 Vice President – Human Capital

DocuSigned by:

5DD1A0C8CE8D4D5
 Timothy J. Burke
 President and Chief Executive Officer

MLS:mfh

Attachments: Exhibit A – Monitoring Report Resolution

SD-8: Employee Relations Monitoring Report Governance Committee

Mart Sedky, Vice President Human Capital
Board of Directors All Committees Meeting
December 8, 2020

SD-8 Employee Relations

OPPD shall develop and maintain a diverse and inclusive workplace reflective of OPPD's core values that engages and inspires employees to commit to the vision and mission of OPPD.

OPPD establishes a goal to achieve top-quartile performance in employee engagement for similar sized companies.

OPPD shall:

- Engage its workforce in personal and professional development.
- Maintain and communicate written policies that define procedures and expectations for staff and provide for effective handling of grievances.
- Bargain in good faith with the official agents of represented employees and comply with Collective Bargaining Agreements.
- Conduct an annual engagement survey and provide a report of results to the Board.
- Provide an annual report to the Board on OPPD's Affirmative Action Plan.

Legacy I³

The Legacy I³ Workforce Program model provides OPPD with a low-cost, sustainable method of developing local, diverse talent into viable candidates for employment.

Established in 2017
71 enrolled (2017-2019)

- 61 Graduated
- 35 interned summer of 2020
- 27 currently interning part-time
- 9 working full-time and 2 working part-time
- 49 enrolled in college
- 5 graduated

QLI Joined

- 7 interns

2020

- 34 students

Employee Resource Groups and Communities of Practice



OPPD
Toastmasters Club



Society of
Engineers



Newly Formed ERG – *emPOWERING Working Families*
Forming Community of Practice – *Project Management*

Engage its workforce in personal and *professional* development.

- New programs:
 - Leader Huddles
 - Supervisor Sparks
 - Change Agent Network
 - Blue Ocean Brain – on-line, micro learning sessions
- Targeted development:
 - Accelerated Leadership Development Programs- levels 3 & 2
 - Crew Leader University program
 - The Gathering for Professionals of Color & Women
 - Full Diversity Partners-Global/FDP-Allies Labs
- Enhance Leadership Framework learning options & online resources for leaders & individual contributors
- DEI engagement
 - Commitment to Opportunity, Diversity & Equity (CODE) Survey
 - Resolution against Racism, Injustice and Inequality
 - Town Hall on Race
 - Brave Conversations in Business Units and Departments

emPOWERed U

Learning to power our future



Employee
Functional
Path



Employee
Ongoing
Learning
Path
(Level 1 & 2)



Emerging
Leader
Path
(Level 2)



Leader
Ongoing
Learning
Path
(Level 2 & 3 & 4)



Sponsored
Development
(ALL Levels)

emPOWERed U, a learning community, will provide the platform for every employee to grow and develop skills that will progress with the rapid pace of change.



CORE – ALL Employee Onboarding – Welcome to Your OPPD

CORE – Leader Onboarding – LEADING the Way

Engage its workforce in *personal* and professional development.

- *Mindfulness Moments*
- *Stretching with Stacey*
- Wellness Portal
 - Education Programs/Instructional Videos
 - Wellness Challenges
 - Health Assessment
 - Biometric Screening
 - Real Appeal Online Weight Loss Program
- Sleep Hygiene Programs
- Tobacco Cessation
- Financial Wellness Programs
- Retirement Seminars and Workshops

Maintain and communicate written policies that define procedures and expectations for staff and provide for effective handling of grievances.

- Collective Bargaining Agreements
- Corporate Policies/Procedures
- Employee Handbook
- Code of Conduct
- Grievances
- Ethics Point
- Internal Complaints
- External Complaints

Bargain in good faith with the official agents of represented employees and comply with Collective Bargaining Agreements.

- Collective Bargaining Agreements (Negotiated in 2017)
- Memoranda and Letters of Understanding
- Quarterly Benefits Topics Meetings
- Quarterly Safety Meetings
- Supervisor Training
- Crew Leader University

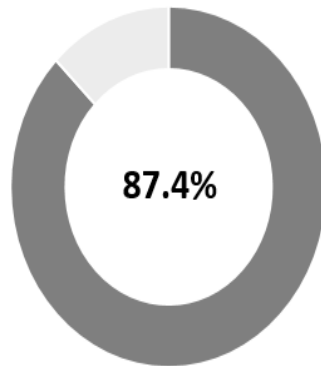
The requirement to bargain in good faith generally means that both parties must be sincere in their attempts to reach an agreement.

Conduct an annual engagement survey and provide a report of results to the Board.

Survey Overview:

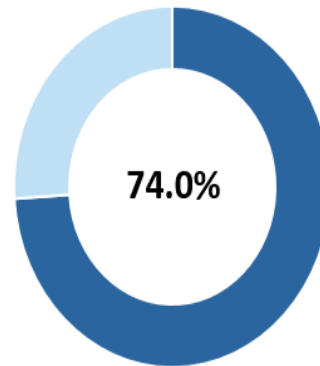
Response Rate

1626 of 1861 Responded



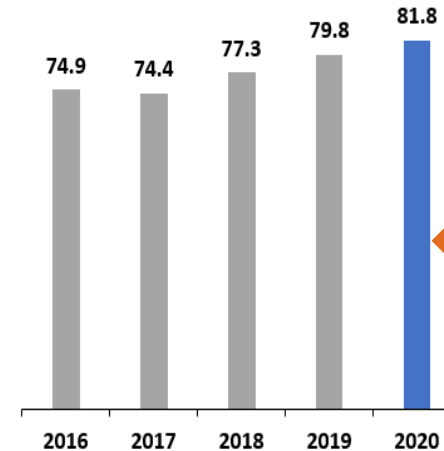
vs. 78.9% 2019

Overall % Favorable



vs. 69.6% 2019

Overall Score (100pt Scale, converted from 6pt average)



TIER 1

Moving forward, we will be focusing on "Overall % Favorable" as the target metric, rather than Overall Score

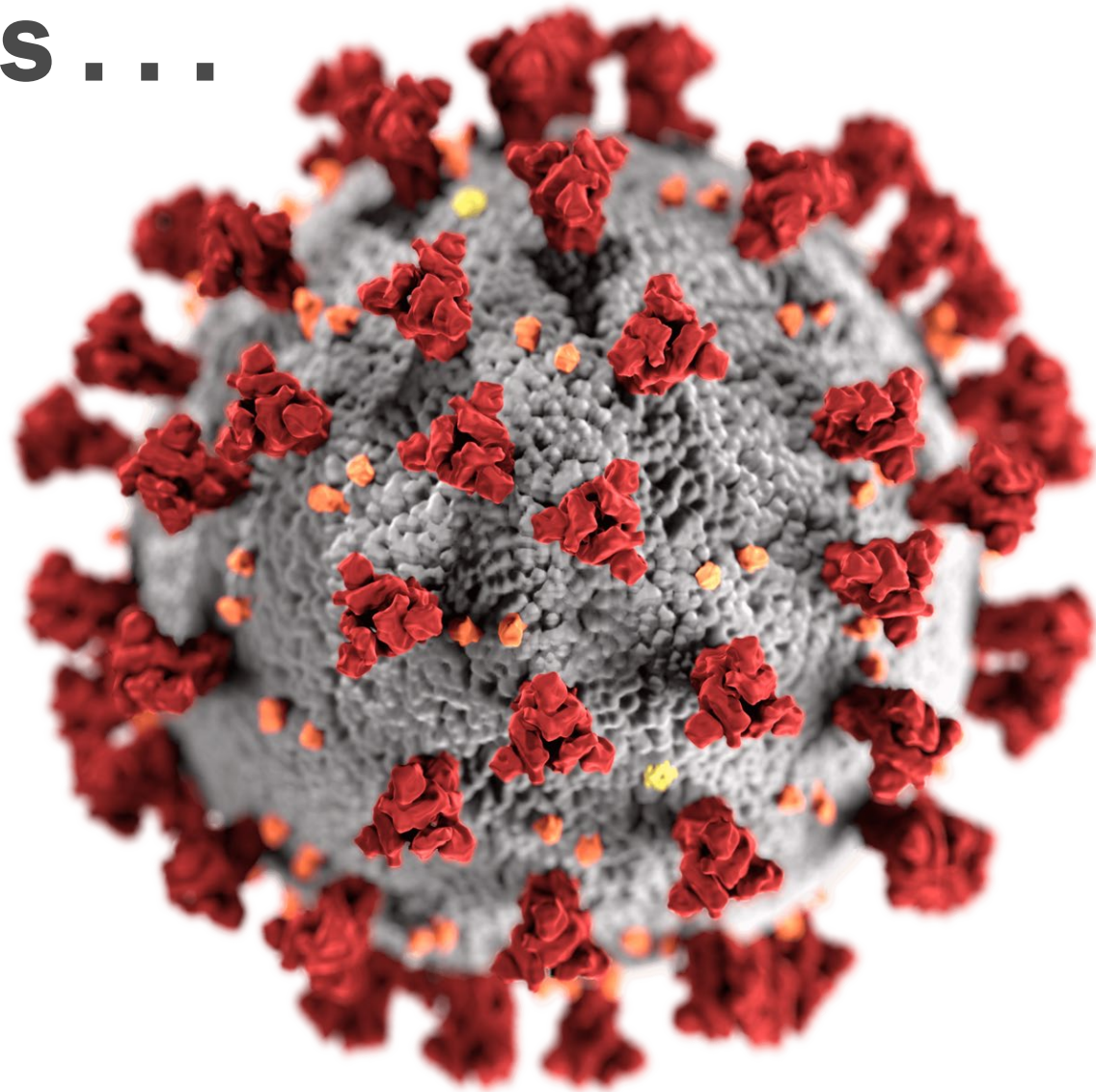
- % Favorable allows to more easily measure improvements and declines (e.g., if we see a 5% improvement, we know that we shifted perceptions for 5% of the population).
- Overall Score, while the main metric used in Best Places to Work events, does not easily allow us to determine how perceptions have changed over time.

Provide an annual report to the Board on OPPD's Affirmative Action Plan (AAP).

- 2020 Goals
 - Elkhorn Center – Females
 - Energy Plaza – Minorities
 - Disabilities

- Good Faith Efforts
 - Optimized Sourcing Strategy
 - Workforce Development
 - High Impact Diversity, Equity and Inclusion Efforts
 - Employee Value Proposition
 - Careers in Energy Outreach

And then there was . . .



Recommendation

The Governance Committee has reviewed and accepted this Monitoring Report for SD-8 and recommends that the Board find OPPD to be sufficiently in compliance with Board Policy SD-8.



McGuire/Sedky

DRAFT
RESOLUTION NO. 64xx

WHEREAS, the Board of the Directors has determined it is in the best interest of the District, its employees, and its customer-owners to establish written policies that describe and document OPPD's corporate governance principles and procedures; and

WHEREAS, each policy was evaluated and assigned to the appropriate Board Committee for oversight of the monitoring process; and

WHEREAS, the Board's Governance Committee (the "Committee") is responsible for evaluating Board Policy SD-8: Employee Relations on an annual basis. The Committee has reviewed the 2020 SD-8: Employee Relations Monitoring Report and finds OPPD to be sufficiently in compliance with the policy as stated.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of Omaha Public Power District hereby accepts the 2020 SD-8: Employee Relations Monitoring Report, in the form as set forth on Exhibit A attached hereto and made a part hereof, and finds OPPD to be sufficiently in compliance with the policy as stated.



Board Action

BOARD OF DIRECTORS

December 8, 2020

ITEM

Omaha Public Power District Retirement Plan (the “Plan”)

PURPOSE

Amendment of the Omaha Public Power District Retirement Plan to Provide Administrative Clarification, Correct Scrivener’s Errors, and Give the Chief Executive Officer the Power to Make Certain Amendments.


FACTS

- a. Pursuant to Section 11.1 of the Plan, the officers of Omaha Public Power District (the “District”) have the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan.
- b. Effective January 1, 2021, the Board of Directors desires to amend the Plan to provide for administrative clarification, to correct scrivener’s errors, and to give the Chief Executive Officer of the District the power to make certain pre-authorized amendments to the Plan.
- c. General Counsel has prepared a draft amendment to the Plan to reflect the desired changes.

ACTION

Board approval of the Amendment of the Omaha Public Power District Retirement Plan effective January 1, 2021.

RECOMMENDED:

DocuSigned by:

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Martha L. Sedky
Vice President – Human Capital

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

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Timothy J. Burke
President and Chief Executive Officer

Attachments: Resolution



McGuire/Sedky

DRAFT
RESOLUTION NO. 64xx

WHEREAS, the Board of Directors of the Omaha Public Power District has adopted the Omaha Public Power District Retirement Plan (as amended and restated effective January 1, 2018) (the "Plan");

WHEREAS, pursuant to Section 11.1 of the Plan, the officers of Omaha Public Power District (the "District") have been delegated the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan;

WHEREAS, the Board of Directors, with the assistance of the District's General Counsel, has determined it is in its best interest to amend the Plan to provide for administrative clarification and to correct certain scrivener's errors; and

WHEREAS, the Board of directors desires to amend the Plan effective January 1, 2021 to reflect such changes as provided herein.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the District, as follows:

1. The Omaha Public Power District Retirement Plan is hereby amended effective January 1, 2021 as provided in Exhibit "A" and incorporated herein by this reference.

Exhibit A

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT RETIREMENT PLAN
EFFECTIVE JANUARY 1, 2021**

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT RETIREMENT PLAN
EFFECTIVE JANUARY 1, 2021**

**ARTICLE I
PREAMBLE**

- 1.1 **Effective date of Amendment.** This Amendment is effective as of January 1, 2021.
- 1.2 **Superseding of inconsistent provisions.** This Amendment supersedes the provisions of the Omaha Public Power District Retirement Plan (the "Plan") to the extent those provisions are inconsistent with the provisions of this Amendment.
- 1.3 **Construction.** The Article and Section numbering in this Amendment is solely for purposes of this Amendment, and does not relate to any Plan article, section, or other numbering designations.
- 1.4 **Effect of restatement of Plan.** If the Employer restates the Plan, then this Amendment shall remain in effect after such restatement unless the provisions in this Amendment are restated or otherwise become obsolete (e.g., if the Plan is restated onto a plan document which incorporates these provisions).

**ARTICLE II
AMENDMENT**

- 2.1 Section 5.3 of the Plan is hereby amended to read:

5.3 Vested Deferred Retirement Allowance

- (a) **Eligibility.** A Member, who for reasons other than retirement or death, ceases to be employed by the District or who incurs a Change in Employment Status due to the Employee's classification as a part-time employee, shall be entitled to a vested deferred retirement Allowance or his Cash Balance Account if he had five years of Continuous Service.
- (b) **Amount Payable at Normal Retirement Age.** For a Member who has a benefit under the Plan calculated under an accrual method other than the Cash Balance Accruals method described in Section 5.14 and following, the vested deferred retirement Allowance shall be a deferred Allowance commencing on the Member's Normal Retirement Age and shall be computed as a normal retirement Allowance, in accordance with Section 5.1(c) on the basis of his Average Salary and Credited Service at the date of his termination of service and the benefit formula in effect on that date.

Amount Payable at Early Retirement Age. Notwithstanding the foregoing, for a Member who has a benefit under the Plan calculated under an accrual method other than the Cash Balance Accruals method described in Section 5.14 and following, the Member shall be eligible to receive a vested deferred retirement Allowance on his satisfaction of the early retirement Allowance age and service conditions of Section 5.2(a). The Allowance shall commence on the first day of the calendar month next following his satisfaction of Section 5.2(a), in an amount equal to the deferred Allowance commencing at his Normal Retirement Age

multiplied by a factor equal to 100 percent less one-half of 1 percent for every month by which the Benefit Commencement Date of his vested deferred retirement Allowance precedes his Normal Retirement Age.

No makeup payments will be made to a Member with a vested deferred retirement Allowance if such Member does not provide timely written application to the Plan Administrator of his intent to receive a reduced vested deferred retirement Allowance on his satisfaction of the early retirement Allowance age and service conditions of Section 5.2(a).

Notwithstanding the foregoing, as provided and limited in Section 5.3(d), a Member, other than an Employee who incurs a Change in Employment Status due to the Employee's classification as a part-time employee, with a vested deferred retirement Allowance (or such Member's Alternate Payee or Beneficiary) may elect to receive a lump sum distribution of such Member's Accumulated Contributions or, in the case of an Alternate Payee, the portion of such Member's Accumulated Contributions that equates to the proportionate share of such Member's benefit awarded to the Alternate Payee.

- (c) If vested, for a Member who has a benefit calculated under the Cash Balance Accruals method described in Section 5.14 and following, the benefit payable to the Member shall be 100% of the Member's Cash Balance Account.

For a Member who has a benefit under the Plan calculated under an accrual method other than the Cash Balance Accruals method described in Section 5.14 and following, if a Member who is entitled to a vested deferred retirement Allowance dies prior to the commencement of such retirement Allowance, an Allowance shall be payable to his surviving Spouse commencing on the Member's "earliest Benefit Commencement Date." "Earliest Benefit Commencement Date" shall be—

- (1) the first day of the month following the Member's date of death, if the Member (had he lived) could have begun to receive his retirement Allowance on such first day; or
- (2) the first day on which the Member could have begun to receive his retirement Allowance, if the Member had survived to such date determined pursuant to Section 5.2(a) as applicable to such Member.

The Allowance to the Spouse shall be equal to the Allowance which would have been payable to the Spouse had the Member's vested deferred retirement Allowance commenced on the Earliest Benefit Commencement Date in accordance with Section 5.3(b).

The Spouse referred to in the preceding paragraph shall be entitled to defer commencement to the deceased Member's Normal Retirement Age, in which event the Allowance to the Spouse shall be equal to the Allowance which would have been payable to the Spouse had the Member's vested deferred retirement Allowance commenced on the Member's Normal Retirement Age in accordance with Section 5.3(b).

If the present value of the Spouse's Allowance is less than the Member's Accumulated Contributions with interest to his date of death, the Spouse may elect to receive such Accumulated Contributions in a single sum in lieu of the Spouse's Allowance. Interest does not accrue after the Member's termination of employment.

For a Member who has a benefit calculated under the Cash Balance Accruals method described in Section 5.14 and following, the benefit payable to the Member's Spouse or Beneficiary shall be 100% of the Member's Cash Balance Account.

For an Alternate Payee of a Member who has a benefit under the Plan calculated under an accrual method other than the Cash Balance Accruals method described in Section 5.14 and following, if an Alternate Payee of a Member who is entitled to a vested deferred retirement Allowance dies prior to the commencement of such retirement Allowance, the Beneficiary of such Alternate Payee shall be entitled to a return of the portion of the Member's Accumulated Contributions that equates to the proportionate share of such Member's benefit awarded to the Alternate Payee. Interest does not accrue on the proportionate share of the Member's benefit awarded to the Alternate Payee.

- (d) If the Member or Alternate Payee of a Member who has a benefit under the Plan calculated under an accrual method other than the Cash Balance Accruals method; and the Member is not retirement eligible under either Section 5.1 or 5.2, is not deceased or disabled, and is not incurring a Change in Employment Status due to the Employee's classification as a part-time employee; but has completed at least five years of Continuous Service before such Member is eligible to receive "immediate" annuity, as described in Section 5.2(a); such Member or Alternate Payee of such Member may have his Accumulated Contributions distributed to him and forfeit any retirement benefit from the Retirement Plan.

In order for a Member or Alternate Payee of a Member to receive a distribution of Accumulated Contributions:

- (1) The Member must have terminated employment with the District for at least 31 consecutive days;
- (2) The Member or Alternate Payee must file an application for his Accumulated Contributions with the Plan Administrator;
- (3) The Member or Alternate Payee must not be eligible to receive an immediate annuity from the Retirement Plan; and
- (4) Distribution of Accumulated Contributions would not end a court-ordered right of any Spouse to future benefits based upon the Member's service. Note that a court-ordered right of any Spouse to future benefits based upon the Member's service shall not be ended if the Member with a vested deferred retirement Allowance has a qualified domestic relations order on file that provides for the separate interest approach, as determined in writing by the Company's legal counsel. This provision also applies to the Alternate Payee of a Member where a qualified domestic relations order

is on file that provides for the separate interest approach, as determined in writing by the Company's legal counsel.

If the Member or Alternate Payee withdraws his Accumulated Contributions under the above conditions, his receipt of the distribution voids any future Retirement Plan benefits unless the Member is later re-employed under the Retirement Plan and works long enough to earn new retirement rights. Only the amount of the Member's Accumulated Contributions will be distributed if the election under the Section 5.3(d) is made. Any benefit attributed to the District's contributions (or earnings thereon) are forfeited and remain in the Retirement Plan.

Interest accumulates at the rate of 5.5%, compounded annually, to the date the Member terminates employment. Interest does not accrue after the Member's termination of employment. The Member or Alternate Payee may apply for a refund of his Accumulated Contributions at any time after 31 days following the Member's termination of employment.

This Section 5.3(d) was not effective as to Members who had a vested deferred retirement Allowance prior to January 1, 2013. Effective as of such date, Section 5.3(d) shall be extended to such Members as well as current and future Members.

2.2 Section 5.7 of the Plan is hereby amended to read:

5.7 Return of Contributions and Death Benefits

- (a) **Return of Contributions.** Any Member who has not met the eligibility requirements for a vested deferred retirement Allowance, who has met the eligibility requirements for but who has not elected a vested deferred retirement Allowance, or who has not vested in his Cash Balance Account, upon ceasing to be employed by the District for any cause other than death or retirement under the Plan, may elect to receive in one sum, within six months thereafter, the amount of his Accumulated Contributions at the time such Member ceased to be so employed.

If he makes an election under this subsection and is later rehired by the District, in order to have his prior Credited Service and Continuous Service reinstated, he must redeposit such Accumulated Contributions together with interest at 5.5 percent per annum compounded annually within the "applicable period". For purposes of this subsection, "applicable period" means the period ending on the earlier of—

- (1) five years after the first date the Member is subsequently reemployed by the District; and
- (2) the close of the first period of five consecutive Changes in Employment Status commencing after the distribution.

The preceding sentence shall not apply to any Member who, upon rehire, refuses to become a Member as described in Section 4.2(e).

Effective March 28, 2005, if the amount of any lump sum to be distributed to the Participant under this paragraph exceeds \$1,000 and the Participant does not elect to have such distribution paid directly to an eligible

retirement plan specified by the Participant in a direct rollover or to receive the distribution directly, then the Administrator will pay the distribution in a direct rollover to an individual retirement account designated by the Administrator in accordance with Code §401(a)(31)(B).

- (b) **Death Benefit.** Upon receipt of proof, satisfactory to the Plan Administrator, of the death of a Member or former Member prior to commencement of his retirement Allowance, payment of his Cash Balance Account or receipt of his Accumulated Contributions, provided no other benefit, except a dependent survivors' benefit under Section 5.8, is payable on his account, the amount of his Accumulated Contributions at the time of his death shall be payable in one sum to his designated Beneficiary, if living; otherwise to such former Member's legal representatives.
- (c) **Beneficiary Designation.** A Member's Beneficiary must be designated by him in writing, duly acknowledged, and filed with the Plan Administrator. A Member may change his Beneficiary by similar written designation. A designation, revocation, or change of the Contingent Annuitant may be made only as provided in Section 5.4(a)(8).
- (d) **Deferred Return of Contributions.** Any former Member who, at the time of his termination of employment, did not elect to receive a return of his Accumulated Contributions under subsection (a) above, and who was not otherwise eligible for a vested deferred retirement Allowance, shall, upon attaining his Normal Retirement Date, receive his Accumulated Contributions. Interest accumulates at the rate of 5.5%, compounded annually, to the date the Member terminates employment. Interest does not accrue after the Member's termination of employment.

2.3 Section 11.1 of the Plan is hereby amended to read:

11.1 Amendments

- (a) Except as otherwise provided in this Plan, the officers of the District are hereby delegated the power to amend this Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of this Plan.
- (b) In addition to the foregoing, the Chief Executive Officer of the District shall have the power to amend the Plan without approval and/or direction from the Board of Directors in the following instances:
 - (i) To amend the Plan to clarify provisions and modify administrative procedures so that the District can more efficiently serve Plan Participants; and
 - (ii) To amend the Plan to comply with federal and state law.

This Section 11.1(b) will not apply to amendments that increase or decrease the value of benefits or that increase or decrease any liability under the Plan assumed by the District.

All plan amendments made under this Section 11.1(b) must be communicated to the Board of Directors within sixty (60) days of the amendment.

This Amendment has been executed as of _____, 2020.

Name of Plan: **Omaha Public Power District Retirement Plan**

EMPLOYER:

OMAHA PUBLIC POWER DISTRICT

Signature: _____

Print Name: _____

Title: _____



Board Action

BOARD OF DIRECTORS

December 8, 2020

ITEM

Omaha Public Power District 401(k) Retirement Savings Plan (the “Plan”)

PURPOSE

Amendments of the Omaha Public Power District 401(k) Retirement Savings Plan to:

1. Comply with Required and Permitted Changes under the Coronavirus Aid, Relief and Economic Security (“CARES”) Act; and
2. To Permit Participants to Contribute the Dollar Equivalent of Unused Vacation Pay to the Plan, and to Give the Chief Executive Officer the Power to Make Certain Amendments.


FACTS

- a. Pursuant to Section 12.1 of the Plan, the officers of Omaha Public Power District (the “District”) have the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan.
- b. Effective May 1, 2020, the Board of Directors Desires to amend the Plan to comply with required and permitted changes under the CARES Act.
- c. Effective January 1, 2021, the Board of Directors desires to amend the Plan to permit Participants to contribute the dollar equivalent of unused vacation pay to the Plan, and to give the Chief Executive Officer of the District the power to make certain pre-authorized amendments to the Plan.
- d. General Counsel has prepared draft amendments to the Plan to reflect the desired changes.

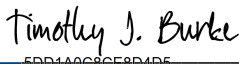
ACTION

Board approval of the Amendments of the Omaha Public Power District 401(k) Retirement Savings Plan effective May 1, 2020, and January 1, 2021, as applicable.

RECOMMENDED:

DocuSigned by:

0AC6CF8F91D3458
Martha L. Sedky
Vice President – Human Capital

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

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Timothy J. Burke
President and Chief Executive Officer

Attachments: Resolution



McGuire/Sedky

DRAFT
RESOLUTION NO. 64xx

WHEREAS, the Board of Directors of the Omaha Public Power District has adopted the Omaha Public Power District 401(k) Retirement Savings Plan (as amended and restated effective August 1, 2018) (the “Plan”);

WHEREAS, pursuant to Section 12.1 of the Plan, the officers of Omaha Public Power District (the “District”) have been delegated the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan;

WHEREAS, effective May 1, 2020, the Board of Directors desires to amend the Plan to comply with required and permitted changes under the Coronavirus Aid, Relief and Economic Security (“CARES”) Act;

WHEREAS, effective January 1, 2021, the Board of Directors desires to amend the Plan to permit Participants to contribute the dollar equivalent of unused vacation pay to the Plan, and to give the Chief Executive Officer of the District the power to make certain pre-authorized amendments to the Plan; and

WHEREAS, the Board of Directors desires to amend the Plan effective May 1, 2020, and January 1, 2021, as applicable, to reflect such changes as provided herein.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the District, as follows:

1. The Omaha Public Power District 401(k) Retirement Savings Plan is hereby amended as provided in Exhibit “A” and Exhibit “B”, incorporated herein by this reference.

EXHIBIT "A"

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT 401(K) RETIREMENT SAVINGS PLAN
EFFECTIVE MAY 1, 2020**

**AMENDMENT TO OMAHA PUBLIC POWER DISTRICT
401(K) RETIREMENT SAVINGS PLAN
EFFECTIVE MAY 1, 2020**

**ARTICLE I
PREAMBLE**

- 1.1 **Effective date of Amendment.** This Amendment is effective as of May 1, 2020.
- 1.2 **Superseding of inconsistent provisions.** This Amendment supersedes the provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.
- 1.3 **Construction.** The Article and Section numbering in this Amendment is solely for purposes of this Amendment, and does not relate to any Plan article, section, or other numbering designations.
- 1.4 **Effect of restatement of Plan.** If the Employer restates the Plan, then this Amendment shall remain in effect after such restatement unless the provisions in this Amendment are restated or otherwise become obsolete (e.g., if the Plan is restated onto a plan document which incorporates these provisions).

**ARTICLE II
AMENDMENT**

- 2.1 Section 14.8 of the Plan is hereby amended to read:

14.8 Hardship Distributions

A distribution under the Plan is hereby deemed to be on account of an immediate and heavy financial need of an Employee if the distribution is for one of the following or any other item permitted under Regulation Section 1.401(k)-1(d)(3)(iii)(B):

- (a) Expenses for (or necessary to obtain) medical care that would be deductible under Code Section 213(d) (determined without regard to whether the expenses exceed 7.5% of adjusted gross income).
- (b) Costs directly related to the purchase of a principal residence for the Employee (excluding mortgage payments).
- (c) Payment of tuition, related educational fees, and room and board expenses, for up to the next twelve (12) months of post secondary education for the Employee, the Employee's spouse, children, or dependents (as defined in Code Section 152, and, for taxable years beginning on or after January 1, 2005, without regard to Code Section 152(b)(1), (b)(2), and (d)(1)(B)).
- (d) Payments necessary to prevent the eviction of the Employee from the Employee's principal residence or foreclosure on the mortgage on that residence.
- (e) Payments for burial or funeral expenses for the Employee's deceased parent, spouse, children or dependents (as defined in Code Section 152, and, for taxable years beginning on or after January 1, 2005, without regard to Code Section 152(d)(1)(B)).

- (f) Expenses for the repair of damage to the Employee’s principal residence that would qualify for the casualty deduction under Code Section 165 (determined without regard to whether the loss exceeds 10% of adjusted gross income).
- (g) Expenses or losses incurred due to a federally declared disaster if the Employee’s principal residence or principal place of employment is in an area designated by the Federal Emergency Management Agency (“FEMA”) as eligible for individual assistance.
- (h) Expenses for a “coronavirus-related distribution”. A "coronavirus-related distribution" means a distribution to:
 - (i) An individual who tests positive for SARS-CoV-2 or COVID-19;
 - (ii) An individual whose spouse or dependent tests positive for SARS-CoV-2 or COVID-19; or
 - (iii) An individual who experiences adverse financial consequences as a result of being quarantined, furloughed or laid off or having work hours reduced, or being unable to work due to lack of child care, or closing or reducing hours of a business owned or operated by the individual, all due to the virus or disease.

An employee shall not be required to obtain the maximum amount of loans he or she may obtain from the Plan, and/or any other plan maintained by the District permitting loans, before receiving a distribution under this Plan on account of a hardship.

Hardship distributions may be made from any sub-account within an Employee's Member's Account.

This Amendment has been executed as of _____, 2020.

Name of Plan: **Omaha Public Power District 401(k) Retirement Savings Plan**

EMPLOYER:

Omaha Public Power District

By: _____
 Name: _____
 Its: _____

EXHIBIT "B"

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT 401(K) RETIREMENT SAVINGS PLAN
EFFECTIVE JANUARY 1, 2021**

**AMENDMENT TO OMAHA PUBLIC POWER DISTRICT
401(K) RETIREMENT SAVINGS PLAN
EFFECTIVE JANUARY 1, 2021**

**ARTICLE I
PREAMBLE**

- 1.1 **Effective date of Amendment.** This Amendment is effective as of January 1, 2021.
- 1.2 **Superseding of inconsistent provisions.** This Amendment supersedes the provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.
- 1.3 **Construction.** The Article and Section numbering in this Amendment is solely for purposes of this Amendment, and does not relate to any Plan article, section, or other numbering designations.
- 1.4 **Effect of restatement of Plan.** If the Employer restates the Plan, then this Amendment shall remain in effect after such restatement unless the provisions in this Amendment are restated or otherwise become obsolete (e.g., if the Plan is restated onto a plan document which incorporates these provisions).

**ARTICLE II
AMENDMENT**

2.1 Section 2.1(j) of the Plan is hereby amended to read:

(j) **"Contributions"** means any and all of the following contributions made under the Plan:

- (1) **"Pre-Tax Elective Deferral Contributions"** means the pre-tax elective deferral contributions made by the Employer on behalf of the Participant pursuant to his election to reduce his Compensation as described in section 4.1.
- (2) **"Pre-Tax Elective Deferral Unused Vacation Pay Amount Contributions"** means the pre-tax elective deferral contributions of Unused Vacation Pay amounts made by the Employer on behalf of the Participant pursuant to his election to reduce his Unused Vacation Pay as described in Section 4.9.
- (3) **"Roth Elective Deferral Contributions"** means the after-tax Roth elective deferral contributions made by the Employer on behalf of the Participant pursuant to his election to reduce his Compensation as described in section 4.1.
- (4) **"Roth Rollover Contributions"** means the completely unrestricted after-tax Roth rollover contributions made to the Plan on behalf of a Participant under Section 15.3
- (5) **"Roth In-Plan Conversion Contributions"** means the after-tax Roth in-plan conversion contributions that consist of sources of money that are completely unrestricted for distribution..

- (6) **"Roth RIPC I Contributions"** means the after-tax Roth in-plan conversion contributions that consist of sources of money that are restricted Employee contributions to the Plan.
- (7) **"Roth RIPC II Contributions"** means the after-tax Roth in-plan conversion contributions that consist of sources of money that are restricted Employer contributions to the Plan.
- (8) **"Matching Contributions"** means the matching contributions made by the Employer to the Plan on behalf of a Participant pursuant to section 4.2.
- (9) **"Discretionary Contributions"** means the discretionary (nonmatching) contributions made by the Employer to the Plan as described in section 4.4.
- (10) **"Rollover Contributions"** means the contributions described in section 4.7.

2.2 Section 2.1(jj) of the Plan is hereby amended to read:

- (jj) **"Unused Vacation Pay"** means a Participant's annual earned but unused vacation pay under the Employer's vacation pay plan.

2.3 Section 2.1(kk) of the Plan is hereby amended to read:

- (kk) **"Valuation Date"** means the last day of each calendar quarter, or such other dates as may be determined by the Plan Administrator.

2.4 Section 4.9 is hereby added to the Plan and reads as follows:

4.9 Reduction of Unused Vacation Pay

- (a) A Participant may elect to reduce all or part of the dollar equivalent of any Unused Vacation Pay that may not be carried over to the following year and have that amount contributed by the Employer to the Plan and allocated to the Participant's account prior to March 31, 2021, to the extent that the contribution (in combination with prior annual additions) does not exceed the applicable limitations under Section 415(c) and to the extent that the contributions (in combination with prior elective deferrals) do not exceed the applicable limitation under Section 401(a)(30).
- (b) Pre-Tax Elective Deferral Unused Vacation Pay Amount Contributions are in addition to other Contributions under the Plan and are treated as Pre-Tax Elective Deferral Contributions (for example, the same distribution restrictions apply). [The dollar equivalent of any Unused Vacation Pay that is not contributed to the Plan under the terms of the Plan shall be paid to the participant by March 31, 2021.] For these purposes, the dollar equivalent of the Unused Vacation Pay is determined as the number of hours of Unused Vacation Pay multiplied by the participant's hourly rate of compensation as of December 31, 2021.

2.5 Section 12.1 of the Plan is hereby amended to read:

12.1 Amendments

- (a) Except as otherwise provided in this Plan, the officers of the District are hereby delegated the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan.
- (b) In addition to the foregoing, the Chief Executive Officer of the District shall have the power to amend the Plan without approval and/or direction from the Board of Directors in the following instances:
 - (i) To amend the Plan to clarify provisions and modify administrative procedures so that the District can more efficiently serve Plan Participants; and
 - (ii) To amend the Plan to comply with federal and state law.

This Section 12.1(b) will not apply to amendments that increase or decrease the value of benefits or that increase or decrease any liability under the Plan assumed by the District.

All plan amendments made under this Section 12.1(b) must be communicated to the Board of Directors within sixty (60) days of the amendment.

This Amendment has been executed as of _____, 2020.

Name of Plan: **Omaha Public Power District 401(k) Retirement Savings Plan**

EMPLOYER:

OMAHA PUBLIC POWER DISTRICT

Signature: _____

Print Name: _____

Title: _____



Board Action

BOARD OF DIRECTORS

December 8, 2020

ITEM

Omaha Public Power District 457 Retirement Savings Plan (the "Plan")

PURPOSE

Amendment of the Omaha Public Power District 457 Retirement Savings Plan to Give the Chief Executive Officer the Power to Make Certain Amendments.

FACTS

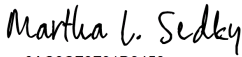
- a. Pursuant to Section 9.1 of the Plan, the officers of Omaha Public Power District (the "District") have the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan.
- b. Effective January 1, 2021, the Board of Directors desires to amend the Plan to give the Chief Executive Officer of the District the power to make certain pre-authorized amendments to the Plan.
- c. General Counsel has prepared a draft amendment to the Plan to reflect the desired changes.

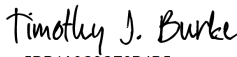
ACTION

Board approval of the Amendment of the Omaha Public Power District 457 Retirement Savings Plan effective January 1, 2021.

RECOMMENDED:

APPROVED FOR BOARD CONSIDERATION:

DocuSigned by:

0AC6CF8F81D3456...
 Martha L. Sedky
 Vice President – Human Capital

DocuSigned by:

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 Timothy J. Burke
 President and Chief Executive Officer

Attachments: Resolution



McGuire/Sedky

DRAFT
RESOLUTION NO. 64xx

WHEREAS, the Board of Directors of the Omaha Public Power District has adopted the Omaha Public Power District 457 Retirement Savings Plan (as amended and restated effective August 1, 2018) (the “Plan”);

WHEREAS, effective May 1, 2020, the Board of Directors desires to amend the Plan to comply with required and permitted changes under the Coronavirus Aid, Relief and Economic Security (“CARES”) Act;

WHEREAS, effective January 1, 2021, pursuant to Section 9.1 of the Plan, the officers of Omaha Public Power District (the “District”) have been delegated the power to amend the Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of the Plan;

WHEREAS, the Board of Directors, with the assistance of the District’s General Counsel, has determined it is in its best interest to amend the Plan to give the Chief Executive Officer of the District the power to make certain pre-authorized amendments to the Plan;

WHEREAS, the Board of Directors desires to amend the Plan effective May 1, 2020, and January 1, 2021, as applicable, to reflect such changes as provided herein.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the District, as follows:

1. The Omaha Public Power District 457 Retirement Savings Plan is hereby amended effective May 1, 2020 and January 1, 2021 as provided in Exhibit “A” and Exhibit “B” and incorporated herein by this reference.

Exhibit A

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT 457 RETIREMENT SAVINGS PLAN
EFFECTIVE MAY 1, 2020**

**AMENDMENT TO OMAHA PUBLIC POWER DISTRICT
457 RETIREMENT SAVINGS PLAN
EFFECTIVE MAY 1, 2020**

**ARTICLE I
PREAMBLE**

- 1.1 **Effective date of Amendment.** This Amendment is effective as of May 1, 2020.
- 1.2 **Superseding of inconsistent provisions.** This Amendment supersedes the provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.
- 1.3 **Construction.** The Article and Section numbering in this Amendment is solely for purposes of this Amendment, and does not relate to any Plan article, section, or other numbering designations.
- 1.4 **Effect of restatement of Plan.** If the Employer restates the Plan, then this Amendment shall remain in effect after such restatement unless the provisions in this Amendment are restated or otherwise become obsolete (e.g., if the Plan is restated onto a plan document which incorporates these provisions).

**ARTICLE II
AMENDMENT**

- 2.1 Section 6.2 of the Plan is hereby amended to read:

6.2 Entitlement to Benefits

Amounts payable under the Plan will be made available to Participants or Beneficiaries not earlier than when the Participant is separated from service with the District, faced with an unforeseeable emergency, death or after attainment of age 59 1/2.

- (a) **Termination.** A Participant who has a Termination of Service will receive or begin receiving the Participant's deferred amounts (including matching contributions under section 4.2), adjusted to take account of investment gains and losses determined under section 5.1 and any prior withdrawals under section 6.2(b), upon the later of April 1 following the year in which the Participant attains age 70 1/2 or the date that is as soon after the Participant's Termination of Service as the District determines to be administratively reasonable; provided, however, that—
- (1) receipt of benefits may be accelerated in accordance with section 6.5(a); and
 - (2) the minimum distribution requirements of section 6.7 will be satisfied.
- (b) **Death.** In the event of a Participant's death, the Participant's Beneficiary will be entitled to receive or begin receiving the Participant's deferred amounts (including matching contributions under section 4.2), adjusted to take account of investment gains and losses determined under section 5.1 and any prior withdrawals under section 6.2(b), at the time determined as follows:

- (1) if the Beneficiary is the Participant's surviving spouse, upon the later of the date on which the Participant would have attained age 70 1/2 or the date that is as soon after the Participant's death as the District determines to be administratively reasonable; or
- (2) if the Beneficiary is not the Participant's surviving spouse, one year after the Participant's death, if the Beneficiary receives the account in a form other than a lump-sum payment, or five years after the Participant's death if the Beneficiary receives the account in a lump-sum payment; provided that receipt of benefits may be accelerated in accordance with section 6.5(b) and the minimum distribution requirements of section 6.7 will be

A Participant may withdraw all or part (but not including any loan amount(s) and not less than \$1,000.00) of the Participant's Account after attaining age 59 1/2; provided, however, no more than one (1) withdrawal shall be permitted within a three (3) month period.

- (d) **Unforeseeable Emergency.** An unforeseeable emergency is severe financial hardship to a Participant resulting from a sudden and unexpected illness or accident of the Participant or a dependent (as defined in Code section 152(a)) of the Participant, loss of the Participant's property due to casualty, or other similar extraordinary and unforeseeable circumstances arising as a result of events beyond the Participant's control. The circumstances that will constitute an unforeseeable emergency will depend upon the facts of each case but, in any case, payment may not be made to the extent that the hardship is or may be relieved—
- (1) through reimbursement or compensation by insurance or otherwise;
 - (2) by liquidation of the Participant's assets, to the extent the liquidation of such assets would not itself cause severe financial hardship; or
 - (3) by cessation of deferrals under the Plan.

Examples of what are **not** considered to be unforeseeable emergencies include the need to send a Participant's child to college or the desire to purchase a home. Withdrawals of amounts because of an unforeseeable emergency will be permitted only to the extent reasonably necessary, in the view of the District, to satisfy the emergency need.

Participants shall be required to obtain the maximum amount of loans he or she may obtain from this Plan or any other plan maintained by the District permitting loans and take all permissible in-service withdrawals from this Plan or any other plan maintained by the District permitting in-service withdrawals before receiving a distribution under this Plan on account of an Unforeseeable Emergency and only to the extent such severe financial hardship cannot reasonably be met by other means.

- (e) **Coronavirus-Related Distribution.** A "coronavirus-related distribution" means a distribution to:

- (1) An individual who tests positive for SARS-CoV-2 or COVID-19;
- (2) An individual whose spouse or dependent tests positive for SARS-CoV-2 or COVID-19; or
- (3) An individual who experiences adverse financial consequences as a result of being quarantined, furloughed or laid off or having work hours reduced, or being unable to work due to lack of child care, or closing or reducing hours of a business owned or operated by the individual, all due to the virus or disease.

This Amendment has been executed effective as of _____, 2020.

Name of Plan: **Omaha Public Power District 457 Retirement Savings Plan**

EMPLOYER:

Omaha Public Power District

By: _____
Name: _____
Its: _____

Exhibit B

**AMENDMENT TO
OMAHA PUBLIC POWER DISTRICT 457 RETIREMENT SAVINGS PLAN
EFFECTIVE JANUARY 1, 2021**

**AMENDMENT TO OMAHA PUBLIC POWER DISTRICT
457 RETIREMENT SAVINGS PLAN
EFFECTIVE JANUARY 1, 2021**

**ARTICLE I
PREAMBLE**

- 1.1 **Effective date of Amendment.** This Amendment is effective as of January 1, 2021.
- 1.2 **Superseding of inconsistent provisions.** This Amendment supersedes the provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.
- 1.3 **Construction.** The Article and Section numbering in this Amendment is solely for purposes of this Amendment, and does not relate to any Plan article, section, or other numbering designations.
- 1.4 **Effect of restatement of Plan.** If the Employer restates the Plan, then this Amendment shall remain in effect after such restatement unless the provisions in this Amendment are restated or otherwise become obsolete (e.g., if the Plan is restated onto a plan document which incorporates these provisions).

**ARTICLE II
AMENDMENT**

- 2.1 Section 9.1 of the Plan is hereby amended to read:

9.1 Amendment

- (a) The District reserves the right to amend any provision of the Plan at any time to the extent it may deem advisable without the consent of any Participant or Beneficiary.
- (b) Except as otherwise provided in this Plan, the officers of the District are hereby delegated the power to amend this Plan as they may determine to be necessary or appropriate to comply with the qualification requirements of the Internal Revenue Code or to provide for the efficient administration of this Plan.
- (c) In addition to the foregoing, the Chief Executive Officer of the District shall have the power to amend the Plan without approval and/or direction from the Board of Directors in the following instances:
- (i) To amend the Plan to clarify provisions and modify administrative procedures so that the District can more efficiently serve Plan Participants; and
- (ii) To amend the Plan to comply with federal and state law.

This Section 9.1(c) will not apply to amendments that increase or decrease the value of benefits or that increase or decrease any liability under the Plan assumed by the District.

All plan amendments made under this Section 9.1(c) must be communicated to the Board of Directors within sixty (60) days of the amendment.

This Amendment has been executed as of _____, 2020.

Name of Plan: **Omaha Public Power District 457 Retirement Savings Plan**

EMPLOYER:

OMAHA PUBLIC POWER DISTRICT

Signature: _____

Print Name: _____

Title: _____