



OPPD BOARD OF DIRECTORS

ALL COMMITTEE MEETING MINUTES

February 14, 2023

The regular committee meetings of the Board of Directors of the Omaha Public Power District ("OPPD" or "District") were held in person with public accessibility both in person and via WebEx audio and video conference on Tuesday, February 14, 2023. The meeting opened at 8:00 a.m.

Present in person were Directors A. E. Bogner, M. J. Cavanaugh, S.E. Howard, J. M. Mollhoff, C. C. Moody, M. G. Spurgeon and E. H. Williams. M. R. Core did not attend the closed session and joined the All Committees meeting at 10:22 a.m. Also present in person were L. J. Fernandez, President and Chief Executive Officer, and Messrs. S. M. Bruckner and T. F. Meyerson of the Fraser Stryker law firm, General Counsel for the District. Executive leadership team members present in person included: J. M. Bishop, S. M. Focht, T. D. McAreavey, K.S. McCormick, L. A. Olson, M. V. Purnell and B. R. Underwood. K. W. Brown attended via WebEx. Also in attendance as a delegate for T. R. Via was D. D. Buelt, Director, Engineering. Chair E. H. Williams presided and E. H. Lane, Sr. Board Operations Specialist, recorded the minutes.

Committee Agenda Item 1: Board Chair Opening Statement

Chair Williams gave a brief opening statement, including an announcement regarding public notice of meeting, which was publicized by notifying the area news media¹; by publicizing same in the Omaha World Herald², OPPD Outlets newsletter, oppd.com and social media; by displaying such notice on the Arcade Level of Energy Plaza; and by emailing such notice to each of the District's Directors on February 10, 2023. He also provided reminders for using the WebEx audio and video conferencing platform. He noted the Board would conduct a closed session to discuss two topics: (i) Power with Purpose Solar Update and (ii) Near Term Resource Update.

¹ News outlets that received OPPD Board meeting notification emails included: 1. KETV; 2. WOWT; 3. KMTV; 4. KPTM; 5. Telemundo Nebraska; 6. Nebraska Public Media (NET-TV); 7. NewsChannel Nebraska; 8. KFAB; 9. KOIL 1290 AM; 10. KIOS 91.5 FM – Nebraska Public Radio (Omaha); 11. Radio Lobo – 97.7 FM (Omaha); 12. Boomer Blair 97.3 FM (Blair); 13. KHUB 1340 AM/KFMT 101.5 FM (Fremont); 14. Sunny 101.3 FM (Falls City); 15. Omaha World Herald; 16. Washington County Enterprise & Blair Pilot Tribune; 17. Lincoln Journal Star; 18. Omaha Daily Record; 19. Omaha Star; 20. Douglas County Post-Gazette; 21. Papillion Times; 22. Bellevue Leader; 23. Midlands Business Journal; 24. Ralston Recorder; 25. Sarpy Guide and News; 26. Pawnee Republican; 27. Tecumseh Chieftain; 28. Ashland Gazette; 29. Wahoo Newspaper; 30. Nebraska City News Press; 31. Cassgram (Cass County online news publication); and 32. Associated Press.

² Public notice of meeting was published in the print version of the *Omaha World Herald* newspaper on February 10, 2023 and in the online version from February 10 through February 16, 2023.

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Committee Agenda Item 2: Closed Session

At 8:03 a.m. it was moved by Director Bogner that the Board go into Closed Session. Director Bogner stated as follow:

*“I move that the Board go into closed session at this time (8:03 a.m.) to discuss two topics, the **Power with Purpose Solar Update** and the **Near Term Resource Update**.*

*With respect to the **Power with Purpose Solar Update**, a closed session is necessary for the protection of the public interest because the discussion involves matters that are confidential and may involve potential confidential land acquisition topics, including pricing, as well as contract terms considered confidential by solar energy contractors, the disclosure of which would disadvantage the District in future contractor negotiations, and further because the discussion may involve sensitive utility infrastructure information.*

*With respect to the **Near Term Resource Update**, a closed session is necessary for the protection of the public interest because the discussion involves sensitive utility infrastructure information, confidential cost information, and potential resource acquisition strategies, the disclosure of which would disadvantage the District in future negotiations with potential contractors.”*

The motion was seconded by Director Moody.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Core – Absent; Howard – Yes; Mollhoff – Absent; Moody – Yes; Spurgeon – Yes; Williams – Yes. The motion carried (6-0).

Chair Williams read the following:

*The motion to go into closed session has passed. This closed session will be limited to discussion regarding two topics: (i) **Power with Purpose Solar Update**; and (ii) **Near Term Resource Update**. No votes or other action will be taken.”*

After confirming the Board members, executive leadership team members, OPPD staff subject matter experts, S. M. Bruckner and T. F. Meyerson, General Counsel and E. H. Lane were present, the WebEx Event was locked to prevent additional attendees from joining. The Board then conducted its closed session discussion of the Power with Purpose Solar Update and Near Term Resource Update.

At 9:50 a.m., the Board took a break. No further business was discussed. The WebEx Event was unlocked to allow OPPD staff and the public to join. Director Mollhoff joined the closed session meeting at 8:35 a.m.

At 10:00 a.m., a motion was made and seconded to reconvene the meeting in open session.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Core – Absent; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes. The motion carried (7-0).

Chair Williams stated:

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“The motion to come out of closed session at 10:01 a.m. is carried. This closed session was limited to discussion regarding two topics: (i) Power with Purpose Solar Update; and (ii) Near Term Resource Update. No votes or other board action were taken during the closed session.”

Committee Agenda Item 3: Public Session – Board Chair Opening Statement

Chair Williams welcomed members of the public and gave an overview of the meeting agenda and reminders for using the WebEx audio and video conferencing platform. He informed the public that per the Board’s Guidelines for Public Participation, the Board does not take public comment during the All Committees meeting. The Board will take public comments at the Board meeting on Thursday, February 16, 2023, which will be conducted in person at the Omaha Douglas Civic Center at 5:00 p.m. The public may attend in person or remotely via WebEx Events by going to oppd.com.

Chair Williams noted all board members were present with the exception of M. R. Core, who will be arriving late, along with members of the OPPD executive leadership team and subject matter experts along with OPPD employees and members of the public.

Committee Agenda Item 4: Safety Briefing

Josh Clark, Manager of Protective Services, provided physical safety reminders. President Fernandez provided psychological safety reminders, including current safety focus reminders about: (i) applying direct controls; (ii) utilizing pre-job briefs; and (iii) heart health month.

Committee Agenda Item 5: Governance Committee

Governance Committee Chair Report

Director Bogner reported the Governance Committee did not meet in February.

SD-1: Strategic Monitoring Report

S. M. Focht, Vice President – Corporate Strategy & Governance, presented the following to ensure full board review, discussion and acceptance of the SD-1: Strategic Foundation Monitoring Report.

- a. The Governance Committee is responsible for evaluating Board Policy SD-1: Strategic Foundation.
- b. The Governance Committee reviewed the SD-1: Strategic Foundation Monitoring Report and recommended that OPPD be found to be sufficiently in compliance with the policy as stated.

Mr. Focht presented the following information:

- SD-1: Strategic Foundation Policy
- Strategic Direction Policy Monitoring Report Acceptance and Compliance for 2022
- OPPD Corporate Scorecard as of December 2021
- Recommendation
- Additional Reflections

The Board was scheduled to vote on this matter at the February 16, 2023 meeting.

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Supporting Data

Datasheet

Exhibit A – Monitoring Report

Resolution

Committee Agenda Item 6: Finance Committee

Director Core arrived at 10:22 a.m.

Finance Chair Report

Director Spurgeon reported the Finance Committee met on February 3, 2023 via WebEx videoconference. A copy of the agenda for that meeting was made available in the All Committee meeting materials for the Board to review. The committee discussed i) Safety Briefing; (ii) Strategic Directive #2 Work Scope; (iii) Finance Committee 2023 Work Plan and Charter Review; (iv) Pledge Securities; (v) Board Work Plan – Finance Committee Items; (vi) Summary of Committee Direction.

Supporting Data

Agenda

Pledged Securities

J. M. Bishop, Vice President – Financial Services and Chief Financial Officer, presented the following report regarding pledged securities that secure District's deposit balances.

- a) Nebraska Statutes require that District balances held at financial institutions in excess of Federal Deposit Insurance Corporation ("FDIC") limits are sufficiently secured with pledged securities.
- b) Exhibit A identifies financial institutions which have District funds on deposit and separately lists those financial institutions with balances above and below the FDIC limits.
- c) The District and its financial institutions monitor balances on a daily basis to ensure that sufficient levels of pledged securities are in place.

Supporting Data

Datasheet

Pledged Securities Reporting Item

Committee Agenda Item 7: System Management & Nuclear Oversight Committee

System Management & Nuclear Oversight Committee Chair Report

Director Moody reported the System Management & Nuclear Oversight Committee met on February 1, 2023, via WebEx videoconference. A copy of the agenda for that meeting was made available in the All Committee meeting materials for the Board to review. The Committee discussed: (i) Safety Briefing; (ii) SD-6: Safety Monitoring Report; (iii) Near Term Resource Plan; (iv) Solar Update; (v) Power with Purpose (PwP) Project Update; (vi) January Board Approval Items; (vii) Summary of Committee Direction.

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Supporting Data

Agenda

SD-6: Safety Monitoring Report

K.S. McCormick, Vice President – Safety and Facilities, presented the following report regarding SD-6: Safety.

- a) Through continuous improvement and monitoring OPPD shall be recognized as a leader in employee safety and ensure the safety of the public in relation to OPPD operations. The board establishes a long-term goal to continue to improve safety results that:
 - a. Reduce OPPD's DART rate to <. 50
 - b. Reduce OPPD's PVIR rate to < 4.00

Mr. McCormick presented the following information:

- Terms and Definitions
- Recognition
- Corporate Days Away Restricted or Transferred ("DART") rate by year
- Corporate Preventable Vehicle Incident ("PVI") rate by year
- Recommendations
- Additional Reflections

The Board was scheduled to vote on this matter at the February 16, 2023 meeting.

Supporting Data

Datasheet

Resolution

SD-6: Safety Monitoring Report

Spring 2023 Transmission Construction

D. D. Buelt, Director – Engineering, presented the following facts regarding the Spring 2023 Transmission Construction – South Omaha Road Project and South Rural Structure Replacements.

- a. A 0.8 mile relocation of a 69kV transmission line is required to support a City of Omaha road widening project.
- b. Five (5) 161kV lattice towers were identified for replacement as part of uprating the line capacity to support load growth in the service territory and will be replaced with steel monopole structures.
- c. Seventy-one (71) wood 69kV structures and one (1) 161kV double circuit lattice structure were identified to be near the end of their useful life and will be replaced with steel monopole structures.
- d. Construction labor includes the following:

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1. Foundation construction, structure erection, and structure framing.
 2. Installation of conductor, shield wire, and fiber optic ground wire.
 3. Removal of existing structures, conductor, shield wires, and transmission line hardware.
- e. Five (5) proposals were received. Three (3) proposals are legally responsive, and two (2) are legally non-responsive. The three (3) legally responsive proposals are also technically responsive.
- f. Construction to begin in March 2023 and conclude in July 2023.
- g. The bid from Watts Electric Company was evaluated to be the lowest and best bid.

Authorization by the Board to award a labor contract to Watts Electric Company in the amount of One Million, Six Hundred Eighty-Four Thousand, Five Hundred Ninety Dollars and Fifty Cents (\$1,684,590.50) for the procurement of construction services to construct and modify the aforementioned transmission lines based on the evaluation of RFP No. 6023 Spring 2023 Transmission Construction.

The Board was scheduled to vote on this matter at the February 16, 2023 meeting.

Supporting Data

Analysis of Proposal
Tabulation of Bids
Engineer Estimate
Legal Opinion
Data Sheet
Resolution

Nuclear Oversight Committee Quarterly Report

T. S. Uehling, Sr. Director, FCS Decommissioning, provided a report on the oversight of items related to the Fort Calhoun Station (FCS) nuclear plant.

In addition to safe and secure dry cask storage of fuel, the required Preventative Maintenance tasks and Surveillance Tests, the following major decommissioning activities were conducted:

- a) All off-site disposal shipments of the metal components from reactor vessel internal (RVI) segmentation have been completed. Additionally, the first of two canisters of material required to be stored on-site has been safely stored in the dry fuel storage area. The subcontractor experienced delays finishing final cleanup of segmentation material fragments due to challenges with the efficiency of their vacuum system. This resulted in a delay completing work associated with the second on-site storage canister.
- b) The reactor vessel segmentation project preparation continues with the necessary tools and equipment to begin the project on site. Assembly and testing of the equipment will continue over the next several months followed by the segmenting, packaging and shipment of the vessel material for off-site disposal.

Supporting Data

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Datasheet

Near Term Resource Update

B.R. Underwood, Vice President – Systems Transformation introduced the Near Term Resource Update along with comments from L. A. Olson and T. R. McAreavey.

T. R. O'Brien, Director Economic Development and External Relations, presented the following:

- Area Growth
 - Increase of ~4MW per year to ~100MW per year
- Regional Growth Trends and Stats
- Policy and Planning to Prepare for Growth
- The Value of Growth

R. D. Stigge, Decarbonization Program Manager, presented the following:

- Look Back: Power with Purpose
- Planning to Meet Growth
- Timeline: Generation Additions
- Preparing for Future Growth
- Transmission Expansion Projects
- Resource Planning Recap
- Informing our Direction

T. R. O'Brien, Director Economic Development and External Relations, presented the following:

- Communication and Outreach

The Board and management team discussed a variety of issues and questions throughout the presentation, including, among others: increase of the economic growth in our area and the efficiency of that growth, summer vs winter peak loads and reliability of service, and ways customers are being engaged.

Supporting Data

Datasheet

Presentation

The Board took a break for lunch at 11:37 a.m. and reconvened at 12:10 p.m.

Committee Agenda Item 8: Public Information Committee

Public Information Committee Chair Report

Director Howard reported the Public Information Committee met on February 7, 2023, via WebEx videoconference. A copy of the agenda for that meeting was made available in the All Committee meeting materials for the Board to review. The Committee discussed: (i) Safety Briefing; (ii) Board Work Plan; (iii) North Omaha Engagement; (iv) Legislative and Regulatory Update (v) Summary of Committee Direction.

Supporting Data

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Legislative and Regulatory Update

L. A. Olson, Vice President – Public Affairs introduced the Legislative and Regulatory Update.

T. R. O'Brien, Director Economic Development and External Relations, presented the following:

- 2023 Nebraska Legislative Calendar
- State Legislative Process Overview
- 2023 Nebraska Legislative Major Themes
- 2023 OPPD Legislative Bills
- OPPD Priority Bills
- OPPD Awareness

Supporting Data

Datasheet

Board Committee Report

Weekly Legislative Report Feb 3, 2023

North Omaha Engagement Update

L. A. Olson, Vice President – Public Affairs introduced the North Omaha Engagement Update.

T. R. O'Brien, Director Economic Development and External Relations, presented the following:

- Objective – Board Resolution 6518
- Phases
- Broader Engagement
- Lessons Learned
- Themes – Community Development, Public Health, Safety Support & Education
- Social Determinants of Health and the Impacts
- Next Steps

Supporting Data

Datasheet

Presentation

Committee Agenda Item 9: Other Business

Confirmation of Board Meeting Agenda

The Board members reviewed and confirmed the agenda for the Board meeting on Thursday, February 16, 2023, which will be conducted in person at the Omaha Douglas Civic Center, 2nd Floor Legislative Chamber, at 5:00 p.m. The public may attend in person or remotely via WebEx audio and video conference.

Review of Board Work Plan

Chair Williams stated there were no new items to add to the Board Work Plan.

Power with Purpose: Solar, Natural Gas and Transmission Updates

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M. A. Walker, Manager Construction Management, presented construction updates for Standing Bear Lake Station and Turtle Creek Station.

- a) Standing Bear Lake Station
 - a. Site progress 44.4%
 - b. Construction Activities – Substation and Generation

- b) Turtle Creek Station
 - a. Site progress 45.3%
 - b. Construction Activities – Substation and Generation

C. M. Kennedy, Manager Alternative Energy Program, then presented the following:

- a) Platteview Solar – February Project Status Update
 - a. OPPD Substation progress 50%
 - b. AES progress 30%
 - c. Ongoing activities including substation construction; electrical, civil and structural 90% design packages under review; module delivery; and meetings with Saunders County community.

Supporting Data

Datasheet

Presentation

At 1:01 p.m. it was moved by Director Bogner that the Board return to Closed Session to complete its earlier discussion – Director Bogner stated as follows:

“I move that the Board go into closed session at this time (1:01 p.m.) to discuss two topics, the Power with Purpose Solar Update and the Near Term Resource Update.

With respect to the Power with Purpose Solar Update, a closed session is necessary for the protection of the public interest because the discussion involves matters that are confidential and may involve potential confidential land acquisition topics, including pricing, as well as contract terms considered confidential by solar energy contractors, the disclosure of which would disadvantage the District in future contractor negotiations, and further because the discussion may involve sensitive utility infrastructure information.

With respect to the Near Term Resource Update, a closed session is necessary for the protection of the public interest because the discussion involves sensitive utility infrastructure information, confidential cost information, and potential resource acquisition strategies, the disclosure of which would disadvantage the District in future negotiations with potential contractors.”

The motion was seconded by Director Moody.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Core – Yes; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes. The motion carried (8-0).

Chair Williams read the following:

The motion to go into closed session has passed. This closed session will be limited to discussion regarding two topics: (i) Power with Purpose Solar Update; and (ii) Near Term Resource Update. No votes or other action will be taken.”

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After confirming the Board members, executive leadership team members, OPPD staff subject matter experts, S. M. Bruckner and T. F. Meyerson, General Counsel and E. H. Lane were present, the WebEx Event was locked to prevent additional attendees from joining. The Board then resumed its closed session discussion of the Power with Purpose Solar Update and Near Term Resource Update.

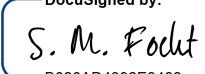
At 2:23 p.m., a motion was made and seconded to reconvene the meeting in open session.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Core – Yes; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes. The motion carried (8-0).

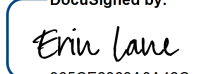
Chair Williams stated:

“The motion to come out of closed session at 2:23 p.m. is carried. This closed session was limited to discussion regarding two topics: (i) Power with Purpose Solar Update; and (ii) Near Term Resource Update. No votes or other board action were taken during the closed session.”

There being no further business, the meeting adjourned at 2:24 p.m.

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S. M. Focht
Vice President – Corporate Strategy and
Governance

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E. H. Lane
Sr. Board Operations Specialist