



## OPPDP BOARD OF DIRECTORS

### ALL COMMITTEE MEETING MINUTES

September 17, 2024

The regular committee meetings of the Board of Directors of the Omaha Public Power District ("OPPDP" or "District") were held in person with public accessibility both in person and via WebEx audio and video conference on Tuesday, September 17, 2024. The meeting opened at 8:00 a.m.

Present in person were A. E. Bogner, M. J. Cavanaugh, M. R. Core, S. E. Howard, J. M. Mollhoff, C.C. Moody, M. G. Spurgeon and E. H. Williams. 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, K. W. Brown, C. V. Fleener, S. M. Focht, G. R. Langel, T. D. McAreavey, L. A. Olson, M. V. Purnell, and B. R. Underwood. 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 media<sup>1</sup>; by publicizing same in the Omaha World Herald<sup>2</sup>, OPPDP 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 September 13, 2024. 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) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update.

#### ***Committee Agenda Item 2: Closed Session***

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<sup>1</sup> News outlets that received OPPDP 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.

<sup>2</sup> Public notice of meeting was published in the print version of the *Omaha World Herald* newspaper on September 10, 2024, and in the online version from September 10 through September 17, 2024.

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At 8:02 a.m. Director Moody moved that the Board go into Closed Session. Director Moody stated as follows:

*I move that the Board go into closed session at this time 8:02 a.m. to discuss two topics: (i) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update.*

*With respect to the **New Generation and Transmission 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.”*

*With respect to the **Enterprise Risk Management Quarterly Update**, a closed session is necessary for the protection of the public interest because the discussion involves matters that are confidential and protected by the attorney-client privilege and attorney work product doctrine and involve the discussion of security for District property and utility infrastructure information.”*

The motion was seconded by Director Bogner.

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) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update. No votes or other board 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 New Generation and Transmission Update and Enterprise Risk Management Quarterly Update.

At 10:00 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.

At 10:10 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 – 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 10:11 a.m. is carried. This closed session was limited to discussion regarding two topics: (i) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update. No votes or other board action were taken.”*

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

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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 the Board will take public comment at the end of the All Committees meeting. The Board will also take public comments at the Board meeting on Thursday, September 17, 2024 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, along with members of the OPPD executive leadership team and subject matter experts. Additionally, 23 members of the public and OPPD employees joined via WebEx.

### ***Committee Agenda Item 4: Safety Briefing***

Josh Clark, Manager Protective Services, provided physical safety reminders. L. J. Fernandez, President and CEO, provided psychological safety reminders, including current safety focus reminders about: (i) Seasonal Safety; (ii) High Energy Hazards & Direct Controls; and (iii) Emergency Preparedness.

### ***Committee Agenda Item 5: Governance Committee***

#### **Governance Committee Chair Report**

Director Bogner reported the Governance Committee met on September 10 in person and 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) Prior Month Pre-Committee Action Items; (iii) SD-10: Ethics Monitoring Report; (iv) 2025 Board Meeting Schedule; (v) Board Governance Workshop; (vi) Audit Committee Charter; (vii) Draft Emergency President and CEO Succession Plan; (viii) Governance Committee Planning Calendar; (iv) Board Work Plan; and (x) Summary of Meeting.

#### **Supporting Data**

Agenda

#### **2025 Board Meeting Schedule**

S. M. Focht, Vice President, Corporate Strategy and Governance, presented the following information to the Board of Directors to obtain approval for the 2025 Board meeting schedule.

- 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.
- b. The proposed 2025 OPPD Board of Directors meeting schedule is outlined on the attached Exhibit A.

Requesting authorization by the Board of Directors to approve the 2025 Board meeting schedule.

Board was scheduled to vote on this at the board meeting on September 19.

#### **Supporting Data**

Datasheet  
Exhibit A  
Resolution

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**SD-10: Ethics Monitoring Report**

J. F. Rainey, Director, Employee Relations, presented the following report to ensure full board review, discussion, and acceptance of the 2024 SD-10: Ethics Monitoring Report.

- a. The first group of Board policies was approved by the Board on July 16, 2015. A second group 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-10: Ethics.
- d. The Governance Committee has reviewed the SD-10: Ethics Monitoring Report and is recommending that OPPD be found to be sufficiently in compliance with the policy as stated.

The Customer and Public Engagement Committee recommends Board approval of the 2024 SD-10: Ethics Monitoring Report.

Board was scheduled to vote on this at the board meeting on September 19.

Supporting Data

Datasheet  
Monitoring Report  
Resolution

***Committee Agenda Item 6: Finance Committee***

**Finance Chair Report**

Director Spurgeon reported the Finance Committee met on September 11, in person and 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) Prior Month Pre-Committee Action Items; (iii) FERC Transmission Tariff Formula Change; (iv) New Generation Project Updates; (v) Rate Design Project Phase Two Update; (vi) Board Work Plan – Finance Committee Items; and (vii) Summary of Meeting.

Supporting Data

Agenda

**FERC Transmission Tariff Formula Change**

R. L. Spady, Director, Energy Regulation, presented the following information to support Board approval for incorporating accounts created by FERC Order 898, which revised the FERC Uniform System of Accounts (USofA), that will impact OPPD's Formula-based Rate Template used to calculate OPPD's net Annual Transmission Revenue Requirements and Rates.

- a. The FERC USofA was created in order to maintain uniformity, consistency and transparency in accounting amongst utilities.

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- b. FERC will periodically issue orders to revise the USofA through the rulemaking process, as is the case with FERC Order 898, which is the first significant revision to the USofA since 2013.
- c. The purpose of the revisions to the USofA under FERC Order 898 is to accommodate changes in technology and resource mix in the energy industry, which adds functional detail for the accounting of wind, solar, battery storage, renewable energy credits, as well as hardware, software and communication equipment.
- d. OPPD is not a FERC-jurisdictional entity, but OPPD is a member of the Southwest Power Pool (SPP) and OPPD's Formula-based Rate Template is part of SPP's Open Access Transmission Tariff.

Requesting Board of Directors approval of Formula-based Rate Template consistent with FERC Order 898.

Board was scheduled to vote on this at the board meeting on September 19.

### Supporting Data

Datasheet

Exhibit A

Resolution

### **Rate Design Project Phase Two Update**

E. M. Hoyle, Director, Financial Planning and Analysis, presented the following information to provide the Board an update on the second phase of the Rate Design Project. The Brattle Group has completed the assessment of The District's current rates and riders and provided their recommendations on near to mid-term updates that are consistent with The District's rate principles.

- a. The Brattle Group conducted a thorough assessment of each rate with respect to The District's rate design objectives, define eligibility requirements, rate consolidations and a prioritization plan for implementing the recommendations.
- b. The recommendations are consistent with continuous improvements and do not involve wholesale changes.
- c. The main themes of the recommendations are: evaluate eligibility/service charge, avoided cost study, declining blocks, billing demand definition and seasonality, rate/product treatment and retirement.
- d. The District will begin implementing the near-term recommendations in 2025 and the mid-term recommendations in 2026-2027.

### Supporting Data

Datasheet

Presentation

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***Committee Agenda Item 7: Customer and Public Engagement Committee***

**Customer and Public Engagement Committee Chair Report**

Director Howard reported the Customer and Public Engagement Committee met on September 9, 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) Introduction; (iii) Prior Month Pre-Committee Action Items; (iv) Customer Payment/Affordability Trends; (v) Customer Experience and Engagement Approach; (vi) Legislative Update; (vii) Board Work Plan – Customer & Public Engagement Committee Items; and (viii) Summary of Meeting.

**Supporting Data**

Agenda

**Customer Payment/Affordability Trends**

B. J. Gabel, Manager, Advocacy Solutions, presented the following report to provide an update to the Board on customer affordability trends as it relates customer solutions, assistance funding, payment timeliness, and economic trends.

- a. Provide highlights of how OPPD is caring for their customers and customer assistance trends in 2024.
- b. Customer accounts receivable balances in 2024 are trending upwards. The customer service teams have proactively connected customers with high balances to energy assistance program information and other payment options.
- c. The total aged debt for residential customers increased in July 2024, compared to July 2023. Commercial and industrial customers' aged total debt in July 2024, was comparable to July 2023.
- d. As of July 31, 2024, the total amount of energy assistance which OPPD received on behalf of eligible customers was 21% lower than July 2023.
- e. Delinquent balances are forecasted to increase slightly in 2024 due to assistance funding returning to pre-pandemic levels.

**Supporting Data**

Datasheet  
Presentation

***Committee Agenda Item 8: System Management & Nuclear Oversight Committee***

**System Management & Nuclear Oversight Committee Chair Report**

Director Moody reported the System Management & Nuclear Oversight Committee met on September 5 in person and via WebEx videoconference. A copy of the agendas for those meetings were made available in the All Committee meeting materials for the Board to review. The committee discussed: (i) Safety Briefing; (ii) Prior Month Pre-Committee Action Items; (iii) SD-9: Integrated System Planning Monitoring Report; (iv) Acquisition of Land Rights for

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Infrastructure Projects; (v) New Generation Project Updates; (vi) SD-7: Environmental Stewardship Policy Revision; (vii) Board Work Plan – Systems Committee Items; and (viii) Summary of Meeting.

Supporting Data

Agendas

**Acquisition of Land Rights for Utility Operations Infrastructure Projects – Q St. Widening from 192<sup>nd</sup> St. to 204<sup>th</sup> St.**

S. M. Focht, Vice President, Corporate Strategy and Governance, presented the following report to request Board authorization to use of eminent domain as necessary to acquire permanent and temporary easements for electric transmission and distribution facilities on approved project including the Q Street Transmission and Distribution Repositioning Project in preparation for the Douglas County road improvement project including Q Street Widening from 192nd to 204th Street, Douglas County Project C-28(478).

- a. This requested eminent domain authorization covers land rights that need to be acquired for Utility Operations infrastructure in preparation for the Douglas County road improvement project including Q Street Widening from 192nd to 204th Street, Douglas County Project C-28(478).
- b. As part of Q Street Transmission and Distribution Repositioning Project, Omaha Public Power District (OPPD) is required to reposition approximately .75 (3/4) miles of an existing 161-kilovolt transmission line and distribution line.
- c. Approximately 24 permanent easements are required for the construction, operation and maintenance of transmission and distribution facilities. Temporary easements may be required for pre-engineering survey access as well as temporary construction needs.
- d. OPPD commenced negotiations in mid-July of 2024 to voluntarily acquire the necessary land rights for the transmission facilities.
- e. OPPD will undertake reasonable efforts to voluntarily acquire the necessary land rights through good faith negotiations. However, the use of eminent domain may be necessary if voluntary agreement cannot be achieved by OPPD and property owners.
- f. Management will report the filing of eminent domain actions to the Board.
- g. This requested authorization extends through March 31, 2025. Additional authorizations after that date for the covered project will be requested, as needed.

Requesting authorization by the Board of Directors to commence eminent domain proceedings for permanent and temporary easements as needed on parcels not acquired voluntarily after all reasonable efforts have been made.

Board was scheduled to vote on this at the board meeting on September 19.

Supporting Data

Datasheet

Route Map

Resolution

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### **New Generation Announcement**

L. J. Fernandez, President and CEO presented the following report to the Board to announce OPPD's power purchase agreement with the Milligan 1 Wind Project.

- a. EDF Renewable North America's, Milligan 1 Wind Project, located in Saline County, Nebraska, is a 300 MW nameplate facility.
- b. The Milligan 1 Wind Project commenced commercial operation in May 2021.
- c. In 2024, OPPD, via the Southwest Power Pool, commenced a firm network service transmission study to deliver the facility capacity to OPPD.

### **Supporting Data**

Datasheet

Presentation

### **SD-9: Integrated System Planning Monitoring Report**

C. M. Kennedy, Director, Energy Portfolio Planning and J. E. Lang, Director, Generation Strategy and Origination, presented the following information to the Board of Directors to ensure full Board review, discussion and acceptance of SD-9: Integrated System Planning – Monitoring Report.

- a. The Board confirmed the Corporate Governance Initiative Charter in December 2014, in order to assess and refine OPPD's corporate governance infrastructure.
- b. 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. A third set of Board policies was approved by the Board on November 16, 2017.
- c. Each policy was evaluated and assigned to the appropriate Board Committee for oversight of the monitoring process.
- d. The System Management Committee is responsible for evaluating Board Policy SD-9: Integrated System Planning – Monitoring Report on an annual basis.
- e. The Board approved revisions to SD-9 on August 16, 2022 and renamed the strategic directive from SD-9: Resource Planning to SD-9: Integrated System Planning. A second set of revisions was approved by the Board on August 17, 2023.
- f. The System Management Committee has reviewed SD-9: Integrated System Planning – Monitoring Report as outlined in Exhibit A and is recommending that OPPD be found to be sufficiently in compliance with the policy.

The System Management Committee recommends Board approval of SD-9: Integrated System Planning – Monitoring Report.

Board was scheduled to vote on this at the board meeting on September 19.

### **Supporting Data**

Datasheet



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Monitoring Report

Resolution

**SD-7: Environmental Stewardship Revision**

C. M. Moody, Director, presented the following information to provide an opportunity for the Board to discuss progress on SD-7 revisions a.

- a. OPPD has a goal to achieve net zero carbon emissions by 2050.
- b. The Board of Directors is considering revision of SD-7 to include interim goals to achieve this target.
- c. The SMNO Committee has discussed potential revision language to SD-7 in June, July, August and September 2024.
- d. The SMNO has requested further public discussion of potential SD-7 revisions ahead of a public comment period.

Supporting Data

Datasheet

***Committee Agenda Item 9: Other Business***

**Confirmation of Board Meeting Agenda**

The Board members reviewed the agenda for the Board meeting on Thursday, September 19, 2024. The meeting will be conducted in person at the Omaha Douglas Civic Center, 2<sup>nd</sup> 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**

The Board reviewed changes to the board work plan since the June board meeting.

**Opportunity for Public Comment on Items of District Business**

Chair Williams asked for comments from the public in attendance on items of District business. There was one comment.

Jeffrey Pokorny, 7726 S. 162<sup>nd</sup> St., provided comments on the Open Meetings Act.

Chair Williams asked for comments from members of the public on WebEx. There were four comments.

David Corbin, 1002 N. 49<sup>th</sup> St, representing the Nebraska Sierra Club, provided comments on SD-9 and SD-7.

Ken Winston, representing the Nebraska Power & Light and the Nebraska Sierra Club, provided comments on the SD-7 revision and interim metrics.

Ryan Wishart, 912 N. 49<sup>th</sup> St., provided comments on future load growth and SD-7 revisions.

Kay Carne, 14305 White Bear Ln, Omaha, provided comments on emissions reductions goals.

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There were no additional comments from the public in attendance at the meeting or via WebEx.

Chair Williams noted the Board would reconvene in Closed Session and would conduct a closed session to discuss two topics: (i) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update.

At 2:47 p.m. Director Moody moved that the Board go into Closed Session. Director Moody stated as follows:

*I move that the Board go into closed session at this time 2:47 p.m. to discuss two topics: (i) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update.*

*With respect to the **New Generation and Transmission 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.”*

*With respect to the **Enterprise Risk Management Quarterly Update**, a closed session is necessary for the protection of the public interest because the discussion involves matters that are confidential and protected by the attorney-client privilege and attorney work product doctrine and involve the discussion of security for District property and utility infrastructure information.”*

The motion was seconded by Director Cavanaugh.

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) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update. No votes or other board 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 New Generation and Transmission Update and Enterprise Risk Management Quarterly Update.

At 3:56 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:

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*“The motion to come out of closed session at 3:56 p.m. is carried. This closed session was limited to discussion regarding two topics: (i) New Generation and Transmission Update; and (ii) Enterprise Risk Management Quarterly Update. No votes or other board action were taken.”*

There being no further business, the meeting adjourned at 3:57 p.m.

Signed by:

*McKell V. Purnell*

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McKell V. Purnell  
Vice President – Human Capital and  
Assistant Secretary

DocuSigned by:

*Erin H. Lane*

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Erin H. Lane  
Sr. Board Operations Specialist