

Agenda

OPPD Board of Directors – All Committees Meeting

Tuesday, January 14, 2025

CLOSED SESSION 9:00 A.M. - PUBLIC SESSION 10:00 A.M.

Conducted in person at BCBS, Aksarben Conference Room and virtually via WebEx audio/video conference. Public may attend remotely by going to www.oppd.com/CommitteeAgenda to access the WebEx meeting link or the public may watch the WebEx at BCBS, 1919 Aksarben Dr –Wahoo Room Omaha, NE, which will be set up as a physical location to view the WebEx.

	TOPIC	TYPE	PRESENTER	TIME*	
1.	Chair Opening Statement		Williams	9:00	A.M.
2.	Closed Session			9:05	A.M.
	New Generation and Transmission Update	Discussion	Via/Underwood	40	min
	Personnel Update	Discussion	Fernandez	5	min
	<i>Break – Open WebEx to Allow Public to Join</i>			9:50	A.M.
3.	Chair Opening Statement		Williams	10:00	A.M.
4.	Safety Briefing		Fernandez	10:05	A.M.
5.	Governance Committee			10:10	A.M.
	Governance Chair Report (No Meeting)	Reporting	Bogner	5	min
	Governance Committee Charter Revision	Action	Focht	10	min
	Election of Board Officers	Action	Williams	5	min
	Board Standing Committee Assignments	Action	Williams	15	min
	Standing Committee Annual Reports for 2024	Action	Focht	5	min
6.	Customer & Public Engagement Committee			10:50	A.M.
	C & PE Chair Report (01/06/2025)	Reporting	Howard	5	min
	Product and Services Update	Reporting	McAreavey	15	min
	Legislative and Regulatory Update	Reporting	McAreavey	20	min
7.	Finance Committee			11:30	A.M.
	Finance Chair Report (No Meeting)	Reporting	Spurgeon	5	min
	Pledged Securities	Reporting	Bishop	5	min
8.	System Management & Nuclear Oversight Cmte			11:40	A.M.
	SM & NO Chair Report (01/02/2025)	Reporting	Moody	5	min
	Generation Cold Weather Preparedness	Reporting	Via/Underwood	20	min
9.	Other Business			12:05	P.M.
	Confirmation of Board Meeting Agenda	Action	Williams	5	min
	Review of Board Work Plan	Discussion	Williams	5	min
	New Generation and Transmission Update	Reporting	Via/Underwood	25	min
	Opportunity for Public Comment on Items of District Business	Public Comment			

* All times and duration are estimates. Please use the link below to find 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.

Physical Safety



Feeling ill?



Locate AED's, exits
and first aid



Environmental
hazards



Identify help



Active threat

Psychological Safety



Respect



Healthy conflict



Multiple
perspectives



Trust



Culture of
curiosity

CyberSecurity

See something, say something – the sooner the better • Identify unknown phone number(s) or person(s) in virtual meetings



Central Station: 531-226-3700 for an emergency
Safety: 531-226-7233 (SAFE) to report a safety issue
OPPD Service Desk: 531-226-3848
Huddle Space Security: 402-982-8200

Your Energy Partner[®]
OPPD
Omaha Public Power District

Safety Focus for January

1. Slips/Trips/Falls

Trips can occur any time of the year. However, slips and falls are more likely to happen during the winter months like December, January, and February.

2. Winter Weather Hazards

Winter weather hazards can cause issues at work, at home, and on the road. Be sure to take the extra time to ensure you have the right warm weather gear, and that your tools, equipment, vehicles, and homes are ready for the season.

3. Cold Weather Fire Safety

Take extra precautions with any heat source during cold weather to prevent potential fires.



Action Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Governance Committee Charter Revision

PURPOSE

To enable any Governance Committee member to be eligible to serve as the Governance Committee chair.

FACTS

- a. The Governance Committee Charter, dated October 17, 2024, stipulates that Chair of the Governance Committee will be the preceding Chair of the Board of Directors.
- b. In accordance with Board Policy GP-6: Role of the Board Officers, the Board Chair appoints the Chairs of the Customer and Public Engagement and Systems Management and Nuclear Oversight Committees with approval of the Board. The Finance Committee Charter stipulates the Treasurer of the Board of Directors will be the Committee Chair
- c. The current Customer and Public Engagement Committee and System Management and Nuclear Oversight Committee Charters both stipulate that the Committee will be appointed in accordance with Bylaws, Board Policy GP-6: Role of the Board Officers, and the recommendations of the Governance Committee.
- d. The current Governance Committee Charter requirement could create unnecessary challenges in identifying available leadership, limit opportunities for other qualified committee members to assume the chair role.
- e. The proposed Charter revision strives to enhance the Governance Committee's adaptability and align with governance best practices by reducing structural constraints that limit leadership opportunities.

ACTION

Approve the revision to the Governance Committee Charter as outlined in the Charter set forth in Exhibit A.

RECOMMENDED:

Signed by:

Scott M. Focht

Scott M. Focht

Vice President – Corporate Strategy and Governance

APPROVED FOR BOARD CONSIDERATION:

Signed by:

L. Javier Fernandez

L. Javier Fernandez

President and Chief Executive Officer

Attachments:

Exhibit A – Governance Committee Charter – Clean and Redline versions
Resolution

**Omaha Public Power District
Governance Committee Charter
As of [Insert Date]**

The Board of Directors of the Omaha Public Power District (the “Company”) has adopted this charter for its Governance Committee (the “Committee”). This charter is intended to supplement the provisions in the Company’s Bylaws and comply with the Board Governance Policies pertaining to the Committee.

Committee Structure and Operations

1. The Committee shall be a standing committee of the Board of Directors and will consist of four members: (i) the current Board Chair, (ii) the preceding Board Chair, (iii) the current Vice Chair, and (iv) the Chair of the Finance Committee. The Committee will be appointed in accordance with the Bylaws, Board Policy GP-6: Role of the Board Officers, and the recommendations of the Governance Committee.
2. All members of the Committee shall be free of relationships that would interfere with their exercise of independent judgment.
3. If a member of the Committee is removed for any reason, the Board must, at all times, assure the Committee will have a Chair and sufficient members to satisfy the requirements set forth above relating to the number and qualifications of Committee members.
4. The Committee shall meet at a designated date and time, prior to the regularly scheduled Board Meeting. The Committee may hold additional meetings at the direction of the Committee Chair or at the request of any Committee member.
5. The Committee Chair shall approve the agenda for the meetings and any Board member may suggest items for the Committee’s consideration. Briefing materials shall be provided to the Committee as far in advance of a meeting as practicable.
6. The Committee Chair, or their designee, shall report to the full Board on Committee matters at the regularly scheduled Committee meetings.
7. The Committee may, at the discretion of the Committee Chair, invite members of management, and such other persons it deems appropriate to carry out its responsibilities, to attend the Committee meetings.
8. An assistant secretary of the Company or their designee shall maintain minutes for the public Committee Meetings and other records of meetings and activities of the Committee.

9. The Committee may delegate specific responsibilities to a subcommittee of one or more of its members provided that the subcommittee shall keep the full Committee informed of its activities.
10. The Committee has the authority to initiate and supervise investigations into any matters within the scope of its authority and responsibilities. The Committee is authorized to utilize the services of legal, accounting, and other advisors as it deems necessary in the fulfillment of its duties. The Committee and its designees shall have access to all Company records, property, and employees in order to ask questions and receive all information necessary to perform its duties; however, the Committee shall not give direction to persons who report directly or indirectly to the CEO.

Duties and Responsibilities

1. The Committee shall review composition and organization of the Board, including standing committee assignments, in accordance with the Bylaws and Board Governance Policies.
2. The Committee shall review and recommend any proposed amendments to the Company's Petition for Creation and Bylaws for appropriate action by the Board.
3. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:
 - SD-1 - Strategic Foundation
 - SD-8 - Employee Relations
 - BL-1 - Board-President and Chief Executive Officer Relationship
 - BL-1A - Board-OPPD Officer Relationship
 - BL-4 - Board-Corporate Secretary Relationship
 - BL-5 - Unity of Control
 - BL-6 - President and Chief Executive Officer's Performance Evaluation
 - BL-7 - Delegation to the President and Chief Executive Officer
 - GP-1 - Purpose of the Board
 - GP-2 - Governance Focus
 - GP-3 - Board Job Description
 - GP-4 - Agenda Planning
 - GP-5 - Election of Board Officers
 - GP-6 - Role of the Board Officers
 - GP-7 - Guidelines for Board Member Behavior
 - GP-8 - Board Committee Principles
 - GP-9 - Board Committee Chairs
 - GP-10 - Board Training, Orientation
 - GP-11 - Board Review of Internal Records
 - GP-12 - Board Compensation and Benefits

4. The Committee shall assist the Board in reviewing the Company's Strategic Plan, ensuring alignment with the goals of the Strategic Directives set forth in the Board Policies.
5. The Committee shall be responsible for reviewing executive management development and succession planning and making recommendations to the Board regarding such plan.
6. The Committee shall review the Company's compensation policies and benefit programs and how they relate to the attainment of goals. The Committee shall recommend to the Board the compensation philosophy and guidelines for corporate officers.
7. The Committee shall be responsible for reviewing the evaluation of corporate officer performance, as provided by the CEO, and any compensation recommended by the CEO based on the performance evaluation.
8. The Committee shall review and make recommendations to the Board concerning any contracts or other transactions with current or former executive officers of the Company, including consulting agreements, employment contracts and severance or termination agreements.
9. The Committee shall review management's recommendations on health, retirement, and other related employee benefit programs, such as supplemental retirement savings plans, 457 and 401(k), provisions and participation levels.
10. The Committee shall review and recommend for approval by the Board any additional employee benefit plans and any amendments to employee benefit plans, including those currently in effect and those that may be added in the future, except:
 - a. amendments that do not alter the purpose of the plan;
 - b. amendments that are required by applicable tax law;
 - c. amendments that do not change the participants eligible to participate in the plan nor the intended benefits of the plan;
 - d. amendments to correct obvious errors such as typographical or grammatical errors;
 - e. amendments required by changes in legal requirements applicable to the plan; and
 - f. amendments necessary to clarify the meaning of one or more provisions of the plan.
11. The Committee shall have oversight responsibility regarding conflicts of interest. The Committee shall have authority to consider requests for waivers for the Chief Executive Officer ("CEO") of the Company's Employee Code of Ethics and Business Conduct.

12. The Committee shall review labor management issues and collective bargaining contract issues prior to any contract renewals.
13. The Committee shall review the nature and adequacy of information supplied to directors regarding Company activities, industry trends, and public policy developments.
14. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

Committee Evaluations

1. The Committee shall conduct an annual evaluation of its performance and shall submit an annual report to the Board regarding the evaluation, confirming that all responsibilities described in this Charter have been fulfilled.
2. The Committee shall review this Charter at least annually and recommend any appropriate changes to the Board for approval.

While the members of this Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or State of Nebraska law.

**Omaha Public Power District
Governance Committee Charter
As of ~~October 17, 2024~~[insert date]**

The Board of Directors of the Omaha Public Power District (the “Company”) has adopted this charter for its Governance Committee (the “Committee”). This charter is intended to supplement the provisions in the Company’s Bylaws and comply with the Board Governance Policies pertaining to the Committee.

Committee Structure and Operations

1. The Committee shall be a standing committee of the Board of Directors and will consist of four members: (i) the current Board Chair, (ii) the preceding Board Chair, (iii) the current Vice Chair, and (iv) the Chair of the Finance Committee. The Committee will be appointed in accordance with the Bylaws, Board Policy GP-6: Role of the Board Officers, and the recommendations of the Governance Committee. ~~The Chair of the Governance Committee will be the preceding Chair of the Board of Directors.~~
2. All members of the Committee shall be free of relationships that would interfere with their exercise of independent judgment.
3. If a member of the Committee is removed for any reason, the Board must, at all times, assure the Committee will have a Chair and sufficient members to satisfy the requirements set forth above relating to the number and qualifications of Committee members.
4. The Committee shall meet at a designated date and time, prior to the regularly scheduled Board Meeting. The Committee may hold additional meetings at the direction of the Committee Chair or at the request of any Committee member.
5. The Committee Chair shall approve the agenda for the meetings and any Board member may suggest items for the Committee’s consideration. Briefing materials shall be provided to the Committee as far in advance of a meeting as practicable.
6. The Committee Chair, or their designee, shall report to the full Board on Committee matters at the regularly scheduled Committee meetings.
7. The Committee may, at the discretion of the Committee Chair, invite members of management, and such other persons it deems appropriate to carry out its responsibilities, to attend the Committee meetings.
8. An assistant secretary of the Company or their designee shall maintain minutes for the public Committee Meetings and other records of meetings and activities of the Committee.

9. The Committee may delegate specific responsibilities to a subcommittee of one or more of its members provided that the subcommittee shall keep the full Committee informed of its activities.
10. The Committee has the authority to initiate and supervise investigations into any matters within the scope of its authority and responsibilities. The Committee is authorized to utilize the services of legal, accounting, and other advisors as it deems necessary in the fulfillment of its duties. The Committee and its designees shall have access to all Company records, property, and employees in order to ask questions and receive all information necessary to perform its duties; however, the Committee shall not give direction to persons who report directly or indirectly to the CEO.

Duties and Responsibilities

1. The Committee shall review composition and organization of the Board, including standing committee assignments, in accordance with the Bylaws and Board Governance Policies.
2. The Committee shall review and recommend any proposed amendments to the Company's Petition for Creation and Bylaws for appropriate action by the Board.
3. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:
 - SD-1 - Strategic Foundation
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 - GP-8 - Board Committee Principles
 - GP-9 - Board Committee Chairs
 - GP-10 - Board Training, Orientation
 - GP-11 - Board Review of Internal Records
 - GP-12 - Board Compensation and Benefits

4. The Committee shall assist the Board in reviewing the Company's Strategic Plan, ensuring alignment with the goals of the Strategic Directives set forth in the Board Policies.
5. The Committee shall be responsible for reviewing executive management development and succession planning and making recommendations to the Board regarding such plan.
6. The Committee shall review the Company's compensation policies and benefit programs and how they relate to the attainment of goals. The Committee shall recommend to the Board the compensation philosophy and guidelines for corporate officers.
7. The Committee shall be responsible for reviewing the evaluation of corporate officer performance, as provided by the CEO, and any compensation recommended by the CEO based on the performance evaluation.
8. The Committee shall review and make recommendations to the Board concerning any contracts or other transactions with current or former executive officers of the Company, including consulting agreements, employment contracts and severance or termination agreements.
9. The Committee shall review management's recommendations on health, retirement, and other related employee benefit programs, such as supplemental retirement savings plans, 457 and 401(k), provisions and participation levels.
10. The Committee shall review and recommend for approval by the Board any additional employee benefit plans and any amendments to employee benefit plans, including those currently in effect and those that may be added in the future, except:
 - a. amendments that do not alter the purpose of the plan;
 - b. amendments that are required by applicable tax law;
 - c. amendments that do not change the participants eligible to participate in the plan nor the intended benefits of the plan;
 - d. amendments to correct obvious errors such as typographical or grammatical errors;
 - e. amendments required by changes in legal requirements applicable to the plan; and
 - f. amendments necessary to clarify the meaning of one or more provisions of the plan.
11. The Committee shall have oversight responsibility regarding conflicts of interest. The Committee shall have authority to consider requests for waivers for the Chief Executive Officer ("CEO") of the Company's Employee Code of Ethics and Business Conduct.

12. The Committee shall review labor management issues and collective bargaining contract issues prior to any contract renewals.
13. The Committee shall review the nature and adequacy of information supplied to directors regarding Company activities, industry trends, and public policy developments.
14. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

Committee Evaluations

1. The Committee shall conduct an annual evaluation of its performance and shall submit an annual report to the Board regarding the evaluation, confirming that all responsibilities described in this Charter have been fulfilled.
2. The Committee shall review this Charter at least annually and recommend any appropriate changes to the Board for approval.

While the members of this Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or State of Nebraska law.



Bogner/Focht

RESOLUTION NO. 6XXX

WHEREAS, the OPPD Board of Directors has determined that the current provision in the Governance Committee Charter, which requires the preceding Chair of the Board of Directors to serve as Governance Committee Chair, imposes unnecessary restrictions on the selection of leadership for the committee; and

WHEREAS, the Board recognizes the value of leadership selection and alignment with governance best practices which would reduce structural constraints that limit leadership opportunities; and

WHEREAS, the Governance Committee has reviewed the proposed revisions to the Governance Committee Charter and recommends their adoption.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the revisions to the District's Governance Committee Charter as set forth on Exhibit A attached hereto, be and hereby is approved, and effective as of January 16, 2025.

DRAFT



Action Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Board Officer Election – 2025

PURPOSE

Annual election of Board officers

FACTS

- a. In accordance with Article I, Section 2, of the District’s Bylaws, 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.
- b. The Board proposes to elect the slate of officers listed on Exhibit A, effective January 16, 2025. Such officers shall serve for a term of one year and until the election of their successors or removal from office.

ACTION

Elect officers of the Board for 2025, as listed on Exhibit A, effective as of January 16, 2025, for a term of one year and until the election of their successor or removal from office.

RECOMMENDED:

Signed by:

Scott M. Focht

B626AD4392E4483
Scott M. Focht

Vice President – Corporate Strategy and Governance

APPROVED FOR BOARD CONSIDERATION:

Signed by:

L. Javier Fernandez

AC399FDCE5627E...
L. Javier Fernandez

President and Chief Executive Officer

Attachments: Exhibit A
Resolution

EXHIBIT A

2025

**Omaha Public Power District
Board of Directors**

Board Officers

(Effective January 16, 2025)

Chair of the Board	M. R. Core
Vice Chair of the Board	M. G. Spurgeon
Secretary of the Board	A. E. Bogner
Treasurer of the Board	C. C. Moody



Williams/Focht

RESOLUTION NO. 66xx

WHEREAS, Article I, Section 2, of the Bylaws of the Omaha Public Power District state 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; and

WHEREAS, such officers shall serve for a term of one year and until the election of their successors or removal from office; and

WHEREAS, the Board desires to elect the officers listed on Exhibit A for a term of one year and until the election of their successors or removal from office.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the Board members listed on Exhibit A, be and hereby are, elected to serve as officers of the Board, effective January 16, 2025, for a term of one year and until the election of their successor or removal from office.



Action Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Standing Committee Assignments – 2025

PURPOSE

Board concurrence of OPPD Board of Directors Standing Committee assignments for 2025

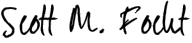
FACTS

- a. In accordance with Article III, Section 1, of the District's Bylaws, the Chair of the Board will appoint two or more Directors to each Standing Committee established in the Bylaws.
- b. The District Bylaws specify that the Board of Directors must concur with the Standing Committee assignments.

ACTION

Obtain OPPD Board of Director concurrence of the 2025 Standing Committee assignments listed on Exhibit A.

RECOMMENDED:

Signed by:

B626AD4392E3483

Scott M. Focht
Vice President – Corporate Strategy and
Governance

APPROVED FOR BOARD CONSIDERATION:

Signed by:

AC399FDCE56247E

L. Javier Fernandez
President and Chief Executive Officer

Attachments: Exhibit A
Resolution

EXHIBIT A

2025

Omaha Public Power District
Board of Directors
Standing Committees
(Effective January 16, 2025)

GOVERNANCE	FINANCE	CUSTOMER & PUBLIC ENGAGEMENT	SYSTEM MANAGEMENT & NUCLEAR OVERSIGHT	RISK
M. G. Spurgeon, Chair M. R. Core C. C. Moody E. H. Williams	C. C. Moody, Chair M. J. Cavanaugh M. R. Core S. E. Howard	S. E. Howard, Chair A. E. Bogner M. J. Cavanaugh J. L. Hudson	E. H. Williams, Chair A. E. Bogner J. L. Hudson M. G. Spurgeon	*A. E. Bogner, Chair C. C. Moody M. G. Spurgeon E. H. Williams

**Customer & Public Engagement Committee chair, S. E. Howard, designates A. E. Bogner in her place.*



Williams/Focht

RESOLUTION NO. 66xx

WHEREAS, Article III, Section 1, of the Bylaws of the Omaha Public Power District state the Chair of the Board will appoint two or more members of the Board of Directors to each standing committee established in the Bylaws, with the concurrence of the Board.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the 2025 Standing Committee Assignments of the Board, as outlined on Exhibit A attached hereto, be and are hereby approved.

DRAFT



Action Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Standing Committees Annual Reports for 2024

PURPOSE

To confirm that responsibilities described in the Standing Committee charters have been fulfilled.

FACTS

- a. On February 1, 2009, the Board of Directors adopted the standing committee charters.
- b. In compliance with the charters, each Board committee completes an annual evaluation of its performance and shall submit an annual report to the Board regarding the evaluation, confirming that all responsibilities described in the Charter have been fulfilled.
- c. Each Committee has reviewed its performance, resulting in the Standing Committee Annual Reports for 2024 attached as Exhibit A through Exhibit E.

ACTION

The Governance Committee recommends that the Board accept the standing committee annual reports for 2024 as shown in the attached Exhibit A through Exhibit E as evidence of the performance of each committee's accountabilities.

RECOMMENDED:

Signed by:

Scott M. Focht

Scott M. Focht

Vice President – Corporate Strategy and Governance

APPROVED FOR BOARD CONSIDERATION:

Signed by:

L. Javier Fernandez

L. Javier Fernandez

President and Chief Executive Officer

Attachments: Exhibits A-E
Resolution

**Omaha Public Power District
Customer and Public Engagement Committee
Annual Report for 2024**

In 2024, the Customer and Public Engagement Committee (the “Committee”) of the Omaha Public Power District (the “Company”) Board of Directors (the “Board”) met regularly to review Board reporting and action items. The Committee accomplished the following duties and responsibilities, as outlined in the Committee Charter, adopted as of May 18, 2023. Copies of the 2024 Customer and Public Engagement Pre-Committee, All Committees and Board meeting agendas are maintained and readily available in the office of the District’s Corporate Secretary.

Duties and Responsibilities

1. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:
 - SD-5 - Customer Satisfaction – [The committee reviewed, and the Board approved the SD-5 monitoring report in April 2024.](#)
 - SD-11 - Economic Development - [The committee reviewed, and the Board approved the SD-11 monitoring report in November 2024.](#)
 - SD-13 - Stakeholder Outreach and Engagement - [The committee reviewed, and the Board approved the SD-13 monitoring report in October 2024.](#)
 - BL-9 - Delegation to the President and Chief Executive Officer – Local, State and Federal Legislation and Regulation - [Throughout 2024, the Committee and Board received timely updates on emerging issues and positions.](#)
 - BL-14 - Delegation to the President and Chief Executive Officer – Customer Products, Services and Programs - [Throughout 2024, the Committee and Board received timely updates on customer products, services and programs.](#)

[The board reviewed Board-Staff Linkage policies BL-1 through BL-15 and Governance Process policies GP-1 through GP-15 in connection with the Board Policy Governance Workshop conducted in August 2024.](#)

2. The Committee shall review the nature and adequacy of information supplied to the public regarding company activities, public policy developments, public safety, and products and services, when necessary. [In addition to reviewing the SD-5, SD-11 and SD-13 monitoring reports, the Committee and Board received updates on the following company activities:](#)

- Regular updates in closed and open session on the new generation and transmission projects
 - Renewable Energy Credit (REC) sales update
 - Customer payment and affordability trends
 - Customer satisfaction measurements
 - Board/ELT contact statistics
 - Development projects update
 - Storm restoration and sentiment
 - Energy Plaza walk-in customer branch update
 - Product and services update related to Customer Engagement in Resource Adequacy
 - New residential development process improvements
 - Customer experience and engagement approach
 - North Omaha community outreach update
 - Grants update
 - Customer growth update
 - SD-7 revision customer communication and feedback
 - Corporate Operating Plan and rate change customer communication and feedback
3. The Committee shall monitor the Company's corporate image strategy, community involvement and engagement, communication initiatives, and periodic customer-owner trend updates.

The Committee monitored the Company's corporate image strategy, community involvement, communication initiatives, and periodic customer-owner trend updates via the SD-5, SD-11 and SD-13 monitoring reports and quarterly customer trend updates, along with periodic North Omaha engagement updates.

4. The Committee shall review positions proposed by Management on all federal, state, and local legislation that may impact the Company.

The Committee and Board received regular legislative and regulatory updates throughout the year.

5. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

The Committee reviewed the board work plan monthly.

**Omaha Public Power District
Finance Committee
Annual Report for 2024**

In 2024, the Finance Committee (the “Committee”) of the Omaha Public Power District (the “Company”) Board of Directors (the “Board”) met regularly to review Board reporting and action items. The Committee accomplished the following duties and responsibilities, as outlined in the Committee Charter, adopted as of May 18, 2023. Copies of the 2024 Finance Pre-Committee, All Committee and Board meeting agendas are maintained and readily available in the office of the District’s Corporate Secretary.

Duties and Responsibilities

1. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:

- SD-2 - Rates - The Committee reviewed and the Board approved the SD-2 monitoring report in June 2024.
- SD-3 - Access to Credit Markets - The Committee reviewed and the Board approved the SD-3 monitoring report in May 2024.
- SD-14 - Retirement Plan Funding (*with quarterly updates*) - The Committee reviewed and the Board approved the SD-14 monitoring report in April 2024. The Board received an annual Retirement Plan report at the All Committee meeting held in April, and quarterly reports in May, August, and November. The Board received an annual report on the performance of the 401(k) and 457 retirement plans in April 2024.
- BL-11 - Delegation to the President and Chief Executive Officer – Settlement of Claims and Litigation (*moving to Risk in 2025*) The committee was updated on settlement of claims in 2024.
- BL-13 - Delegation to the President and Chief Executive Officer – Grants The Committee was provided regular Grant updates.
- BL-15 - Delegation to the President and Chief Executive Officer – Funding and Investments
- GP-13 - External Auditor Relationship (*moving to Risk in 2025*) The Board reviewed this policy in October 2024 and will move GP-13 to the Risk Committee.

The Board reviewed Board-Staff Linkage policies BL-1 through BL-15 and Governance Process policies GP-1 through GP-15 in connection with the Board Policy Governance Workshop conducted in August 2024.

2. The Committee shall assist the Customer and Public Engagement Committee and System Management and Nuclear Oversight Committee with the annual review of Board Policy SD-9: Resource Planning.

The SD-9 monitoring report was reviewed and approved by the Board in September 2024.

3. The Committee shall review and recommend proposed rate structure adjustments to the Board and ensure that there is appropriate consideration of public input.

In September 2024, the Committee updated on phase #2 of the Rate Design Project.

In December 2024, the Committee reviewed, and the Board approved the 2025 Corporate Operating Plan and corresponding rate actions. The public was invited to comment on the COP the month prior to the Board vote.

4. The Committee is responsible for the review and oversight of the governance, performance, and funding of the Retirement Plan and Other Post Employment Benefit (OPEB) Plans.

The Board received an annual report on the performance of the Retirement Plan and OPEB trusts at the All Committee meeting held in April 2024. Quarterly Retirement Plan reports were reviewed with the Board in May, August, and November of 2024.

5. The Committee shall assist the Board and collaborate with management in procuring and evaluating services provided for Rate Consulting and the Consulting Engineering services, relevant to the duties of the Finance Committee.

The Committee contracted with The Brattle Group to complete an independent review of the Preliminary 2025 Corporate Operating Plan, and, the Cost of Service Study and Fuel and Purchased Power Adjustment structure in support of the rating setting for 2025.

6. The Committee shall assist the Board in reviewing the Corporate Operating Plan and the financial results of the Company.

The Board received and approved the monthly Financial Reports.

The Board received quarterly financial report presentations in March (2023 annual results), May (1st quarter 2024 results), August (2nd quarter 2024 results), and November (3rd quarter 2024 results) of 2024.

The Board reviewed the preliminary 2025 Corporate Operating Plan (COP) and proposed rate actions in November and approved the final 2025 COP in December 2024.

7. The Committee will review the Risk Committee reports, including Internal and External Auditor Reports, relevant to the duties of the Finance Committee.

The Committee received internal and external auditor reports. Biannual Audit Subcommittee meetings were held on March 21 and October 17, 2024.

8. The Committee shall review the District's performance in the Southwest Power Pool Integrated Market.

The Committee received quarterly updates on activity in the Southwest Power Pool in the financial report presentations in March (2023 annual results), May (1st quarter 2024 results), August (2nd quarter 2024 results), and November (3rd quarter 2024 results) of 2024.

In addition, the Committee reviewed OPPD's performance in the SPP through the discussion and recommendations during the October and November pre-committee meetings and reflected in the draft and the final 2025 COP.

9. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

In addition to the duties and responsibilities outlined in the Committee Charter above, the Committee also reviewed the following in 2024:

- Authorization for Debt Financing 2024-2025
- Increase in Credit Facilities
- Claim Settlements in Excess of \$50,000
- Annual Report on Pledged Securities
- FERC Transmission Tariff Formula Change
- Annual Report of the Interest Rate on Customer Security Deposits
- Regulatory Accounting for 2024 Storm Costs
- 2024 COP Excess Expenditures Request
- Reporting on the 2024 Series A, B, C and D Bonds Sale
- Declaration of Anticipated 2025 Capital Expenditures Reimbursement

**Omaha Public Power District
Governance Committee
Annual Report for 2024**

In 2024, the Governance Committee (the “Committee”) of the Omaha Public Power District (the “Company”) met regularly to review Board reporting and action items. The Committee accomplished the following duties and responsibilities as outlined in the Committee Charter, adopted as of May 18, 2023. Copies of the 2024 Governance Pre-Committee, All Committees and Board meeting agendas are maintained and readily available in the office of the District’s Corporate Secretary.

Duties and Responsibilities

1. The Committee shall review composition and organization of the Board, including standing committee assignments, in accordance with the Bylaws and Board Governance Policies.

In January, the Board approved standing committee assignments for 2024. In October, the Board reviewed and accepted a new Risk Committee Charter.

2. The Committee shall review and recommend any proposed amendments to the Company’s Petition for Creation and Bylaws for appropriate action by the Board.

In October 2024 the Board reviewed and accepted amendments to the Company’s Bylaws and Board Policies.

3. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:

- SD-1 - Strategic Foundation – The Committee reviewed, and the Board approved the SD-1 monitoring report in March 2024.
- SD-8 - Employee Relations – The Committee reviewed, and the Board approved the SD-8 monitoring report in December 2024.
- SD-10 - Ethics (*moving to Risk in 2025*) - The Committee reviewed, and the Board approved the SD-10 monitoring report in September 2024.
- SD-12 - Information Management and Security (*moving to Risk in 2025*) - The Committee reviewed, and the Board approved the SD-12 monitoring report in November 2024.
- SD-15 - Enterprise Risk Management (*moving to Risk in 2025*)- The Committee reviewed, and the Board approved the SD-15 monitoring report in May. Closed session ERM updates were shared with the Board in March, May, September and December.
- BL-1 - Board-President and Chief Executive Officer Relationship
- BL-1A - Board-OPPD Officer Relationship

- BL-2 - Board Outside General Counsel Relationship (*moving to Risk in 2025*)
- BL-3 - Board-Corporate Audit Relationship (*moving to Risk in 2025*)
- BL-4 - Board-Corporate Secretary Relationship
- BL-5 - Unity of Control
- BL-6 - President and Chief Executive Officer's Performance Evaluation
- BL-7 - Delegation to the President and Chief Executive Officer
- GP-1 - Purpose of the Board
- GP-2 - Governance Focus
- GP-3 - Board Job Description
- GP-4 - Agenda Planning
- GP-5 - Election of Board Officers
- GP-6 - Role of the Board Officers
- GP-7 - Guidelines for Board Member Behavior
- GP-8 - Board Committee Principles
- GP-9 - Board Committee Chairs
- GP-10 - Board Training, Orientation
- GP-11 - Board Review of Internal Records
- GP-12 - Board Compensation and Benefits
- GP-14 - Board Expense Reimbursement (*moving to Risk in 2025*)

The Board reviewed Board-Staff Linkage policies BL-1 through BL-15 and Governance Process policies GP-1 through GP-15 in connection with the Board Policy Governance Workshop conducted in August 2024.

The 2025 Board Meeting Schedule was reviewed and approved by the Board in September. The 2025 Agenda Planning Calendar was reviewed and approved by the Board in December.

4. The Committee shall assist the Board in reviewing the Company's Strategic Plan, ensuring alignment with the goals of the Strategic Directives set forth in the Board Policies.

In 2024, the Committee conducted an annual Board Policy Governance Workshop, which was held in person in August, and was facilitated by Eric Douglas and Bill Slaton of Leading Resources, Inc. The Board completed surveys regarding the Board Policies and governance prior to the workshop.

5. The Committee shall be responsible for reviewing executive management development and succession planning and making recommendations to the Board regarding such plan.

The Committee and Board reviewed executive management development and succession planning with respect to the Company's Vice Presidents in connection with their annual performance evaluations and compensation adjustments in June.

6. The Committee shall review the Company's compensation policies and benefit programs and how they relate to the attainment of goals. The Committee shall recommend to the Board the compensation philosophy and guidelines for corporate officers.

The Committee reviewed the Company's compensation policies and benefit programs and reviewed and recommended acceptance of the Annual Health Plan report in May 2024.

7. The Committee shall be responsible for reviewing the evaluation of corporate officer performance, as provided by the CEO, and any compensation recommended by the CEO based on the performance evaluation.

The Committee and Board reviewed CEO development and succession planning in connection with the CEO annual performance evaluation and compensation adjustment in June. The Board also met with Mr. Brian Juncker quarterly to discuss CEO development and performance.

The Committee and Board approved a President and CEO emergency succession plan in October.

8. The Committee shall review and make recommendations to the Board concerning any contracts or other transactions with current or former executive officers of the Company, including consulting agreements, employment contracts and severance or termination agreements.

The Committee reviewed and the Board accepted the appointment of Gina Langel, Vice President, Safety and Facilities in February 2024.

The Committee reviewed and reported on four severance agreements in excess of \$50k; one in June and three in December.

9. The Committee shall review management's recommendations on health, retirement, and other related employee benefit programs, such as supplemental retirement savings plans, 457 and 401(k), provisions and participation levels.

The Committee reviewed and recommended amendments to the 401(k) and 457 retirement savings plans in March 2024.

10. The Committee shall review and recommend for approval by the Board any additional employee benefit plans and any amendments to employee benefit plans, including those currently in effect and those that may be added in the future, except:

- a. amendments that do not alter the purpose of the plan;
- b. amendments that are required by applicable tax law;

- c. amendments that do not change the participants eligible to participate in the plan nor the intended benefits of the plan;
 - d. amendments to correct obvious errors such as typographical or grammatical errors;
 - e. amendments required by changes in legal requirements applicable to the plan; and
 - f. amendments necessary to clarify the meaning of one or more provisions of the plan.
11. The Committee shall have oversight responsibility regarding conflicts of interest. The Committee shall have authority to consider requests for waivers for the Chief Executive Officer (“CEO”) of the Company’s Employee Code of Ethics and Business Conduct.

As part of its monitoring of SD-10: Ethics, the Committee received a report on conflicts of interest in September. No Employee Code of Ethics and Business Conduct waivers for the CEO were requested.

12. The Committee shall review labor management issues and collective bargaining contract issues prior to any contract renewals.

A summary of labor management and collective bargaining issues was presented in the SD-8 monitoring report in December 2024.

13. The Committee shall review the nature and adequacy of information supplied to directors regarding Company activities, industry trends, and public policy developments.

No concerns were brought to the committee regarding the nature and adequacy of information supplied to directors. A survey question was added to the annual board survey to assess if Board members feel they have been provided with adequate information needed to execute their duties.

14. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

In 2024, the Committee supported the effort to conduct an annual Board Governance Workshop, which was held in person in August, and was facilitated by Eric Douglas and Bill Slaton of Leading Resources, Inc. (LRI).

**Omaha Public Power District
System Management and Nuclear Oversight
Annual Report for 2024**

In 2024, the System Management & Nuclear Oversight Committee (the “Committee”) of the Omaha Public Power District (the “Company”) Board of Directors (the “Board”) met regularly to review Board reporting and action items. The Committee accomplished the following duties and responsibilities, as outlined in the Committee Charter, adopted as of May 18, 2023. Copies of the 2024 Systems Management and Nuclear Oversight Pre-Committee, All Committees and Board meeting agendas are maintained and readily available in the office of the District’s Corporate Secretary.

Duties and Responsibilities

1. The Committee shall monitor the safe, reliable and cost-effective operation and construction of all generation, transmission, and distribution facilities owned and operated by the Company.

In 2024, the Committee reviewed, and the Board approved the following items:

- January
 - 15kV Metalclad Switchgear
- February
 - 15kV Metalclad Switchgear Cubicles and Switchgear Enclosure
- March
 - Operating Plant Service Agreement (OPSA) – Engineer’s Certification
 - 15kV Metalclad Switchgear Cubicles and Switchgear Enclosure
- April
 - NC2 Economizer Ash Segregation -- Labor Contract Award
 - RFP 6134 - Bennington Expansion Transmission Construction
 - North Omaha Station Unit 5 (NO5) Replacement LP Turbine Blades - Engineer's Certification
- May – None
- June
 - Dedication of Real Property to the City of Omaha near 104th and State St, Omaha NE
 - RFP 6144 – Substation Class Power Transformer
 - RFP 6137 – 2024 Supplemental Labor Resources Distribution Overhead and Underground
- July – No Meeting
- August
 - Fall 2024 Transmission Construction

- September
 - Acquisition of Land Rights for Utility Operations Infrastructure Projects – Q St. Widening from 192nd St. to 204th St.
- October – None
- November
 - Acquisition of Property Rights for North Douglas County Transmission Project
 - Property Dedication to the City of Dunbar
- December
 - Sale of a Portion of Property Located at the Southwest Corner of 168th Street and Ida Street, Douglas County, Nebraska
 - Acquisition of Property Rights for Utility Operations Infrastructure Projects
 - Correction of Resolution No. 6660 and Ratification of Actions for the Q Street Transmission and Distribution Repositioning Project Widening Q Street from 192nd to 204th Street.
 - NCS Coal Handling Upgrade -- Materials Contract Request to Negotiate
 - NO & NCS 316b Traveling Screens -- Installation Contract(s) Request to Negotiate
 - RFP 6166 - 345kV Shunt Reactor

In 2024, the Board received regular updates in closed and open sessions concerning New Generation and Transmission, which was previously approved by the Board in August 2023 as “Near Term Generation”.

The Committee and the Board received regular updates on the progress of the AMI (Advanced Metering Infrastructure) project.

2. The Committee is responsible for the review and monitoring of the following Board Policies, on an annual basis, to ensure compliance:

- SD-4 - Reliability – The Committee reviewed, and the Board approved the SD-4 monitoring report in April 2024.
- SD-6 - Safety - The Committee reviewed, and the Board approved the SD-6 monitoring report in February 2024.
- SD-7 - Environmental Stewardship – The Committee reviewed, and the Board approved the SD-7 monitoring report in October 2024. A revision to SD-7 was approved in October 2024.
- SD-9 - Integrated System Planning – The Committee reviewed, and the Board approved the SD-9 monitoring report in September 2024.
- BL-8 - Delegation to the President and Chief Executive Officer – Procurement – Reviewed as part of the August 2024 Board Governance Workshop.

- BL-10 - Delegation to the President and Chief Executive Officer – Real and Personal Property – [Reviewed as part of the August 2024 Board Governance Workshop.](#)
 - BL-12 - Delegation to the President and Chief Executive Officer – Transmission, Wholesale Electricity, Fuel and Other Energy Transactions – [Reviewed as part of the August 2024 Board Governance Workshop.](#)
 - GP-15 - Nuclear Oversight – [Reviewed as part of the August 2024 Board Governance Workshop.](#)
3. The Committee shall periodically visit the Company’s generation, transmission, and distribution facilities.

[Systems Committee members visited the following facilities in 2024:](#)

- [Papillion Service Center](#)
 - [Platteview Solar](#)
 - [North Omaha Station](#)
 - [Elkhorn Service Center](#)
 - [Transmission upgrade projects](#)
 - [Storm restoration efforts: Transmission, distribution and staging sites](#)
4. The Committee shall review regulatory and public policy strategies and practices of the generation and delivery of energy and its relationship with regulators, public officials, consumers, and other stakeholders, as well as any compliance issues related to same.

[In 2024, Board members received presentations concerning integrated distribution plan scope and overview, K-Junction, SPP generator interconnection agreement issues, SPP/RTO update, SPP policy updates, transmission projects, environmental compliance, economic development, and customer-owned generation.](#)

[The Board received legislative and regulatory updates throughout the year.](#)

[In connection with the Power with Purpose project, Board members received regular updates on solar facilities, balancing station construction and transmission/substation construction status.](#)

[Duties and Responsibilities – Nuclear Decommissioning Oversight](#)

5. The Committee shall monitor spent fuel operations and decommissioning of Fort Calhoun Nuclear Station (FCS).

[The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports, including information about safety performance and demolition activities at FCS.](#)

6. The Committee shall receive prompt notification of any significant incidents or events that occur regarding FCS.

The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports, including information about safety performance and demolition activities at FCS.

7. The Committee shall review summary inspection/evaluation reports by internal and external nuclear oversight groups such as:

- Nuclear Regulatory Commission (NRC)
- Decommissioning Oversight Committee (DOC)
- Quality Assurance (QA)

The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports and some board members attended DOC exit meetings.

8. The Committee, or members of the Committee, shall meet periodically with oversight groups such as the NRC, DOC and QA.

Some board members met with oversight groups in connection with DOC exit meetings.

9. The Committee shall review FCS decommissioning summary reports that include key performance indicators.

The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports, including information about safety performance and demolition activities at FCS.

10. The Committee shall review the company's decommissioning expenditures to ensure cost effectiveness is being considered in decision making.

The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports, including information about safety performance and demolition activities at FCS. The committee received periodic updates on the decommissioning contract.

11. The Committee shall make recommendations regarding the above matters to the full Board and executive management to achieve compliance with the Board Policies.

**Omaha Public Power District
Audit Subcommittee
Annual Report for 2024**

In 2024, the Audit Subcommittee (the “Committee”) of the Omaha Public Power District (the “Company”) Board of Directors (the “Board”) met twice in accordance with the Charter. The Committee accomplished the following duties and responsibilities, as outlined in the Committee Charter, adopted as of April 15, 2021. Copies of the Audit Subcommittee meeting agendas are attached as reference.

Duties and Responsibilities

1. The Subcommittee shall oversee the independent auditor’s relationship by discussing with the auditors the nature and rigor of the audit process, receiving and reviewing audit reports, and providing the auditor full access to the Subcommittee to report on any and all appropriate matters.

During both the March and October Audit Subcommittee meetings members reviewed and discussed the independent auditors audit plan(s) and reviewed the subsequent audit report(s).

Additionally, board members were provided the opportunity to speak with the external audit firm, independent of management, at the conclusion of each meeting.

2. The Subcommittee shall provide guidance and oversight to the internal audit activities of the District including review of the organization, plans, and results of such activities.

During both the March and October Audit Subcommittee meetings the subcommittee executed its duties by reviewing the Corporate Audit Plan, results of the execution of the Audit Plan (focused on any high risk and/or Unsatisfactory reports), and the results of the quarterly continuous monitoring of the Controls Program as presented by the Director, Corporate Audit.

3. The Subcommittee shall review the audited financial statements and discuss them with Management and the independent auditors. These discussions shall include consideration of the quality of the District’s accounting principles as applied in its financial reporting, including review of estimates, reserves and accruals, review of judgmental areas, review of audit adjustments whether or not recorded and such other inquiries as may be appropriate.

During the March meeting the subcommittee reviewed and discussed the audited financial statements as presented by Management and the independent auditors.

4. The Subcommittee shall discuss with Management, the internal auditors and the independent auditors the quality and adequacy of the District's internal controls.

During the March meeting the subcommittee reviewed and discussed the quality and adequacy of internal controls as presented by Management and the independent auditors.

5. The Subcommittee will report the activities of the Subcommittee to the Finance Committee who will report them to the Board of Directors.

The Finance Committee received internal and external auditor reports. Biannual Audit Subcommittee meetings were held on March 21 and October 17, 2024.



Bogner/Focht

RESOLUTION NO. 66XX

WHEREAS, on February 1, 2009, the District's Board of Directors adopted Charters for the Board's standing committees; and

WHEREAS, under the Charters, each Board committee completes an annual evaluation of its performance and shall submit an annual report to the Board regarding such evaluation, confirming that all responsibilities described in the Charter have been fulfilled; and

WHEREAS, each Committee has reviewed its performance, resulting in the Standing Committee Annual Reports for 2024 attached as Exhibit A through Exhibit E.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the Board accepts the Standing Committee Annual Reports for 2024, as shown in the attached Exhibit A through Exhibit E, as evidence of the performance of each committee's applicable accountabilities.



Pre-Committee Agenda

CUSTOMER AND PUBLIC ENGAGEMENT PRE-COMMITTEE MEETING
WEBEX VIDEOCONFERENCE
January 06, 2025 4:00 – 5:00 P.M.

1. Safety Briefing & Introduction (McAreavey – 3 min)
 - a. Objective: Promote awareness of current safety focus.
2. Prior Month Pre-Committee Action Items (Jameson – 1 min)
 - a. Objective: Review and confirm prior pre-committee action items have been completed.
3. Product and Service Update (McAreavey - 20 min)
 - a. Objective: Provide update on product and service introductions and enhancements
4. Legislative Update (McAreavey - 30 min)
 - a. Objective: Update on legislative topics supported by and impacting OPPD.
5. 2024 Annual Committee Report (Focht – 5 min)
 - a. Objective: Review and request feedback from committee members.
6. Summary of Meeting (Jameson – 1 min)
 - a. Objective: Summarize action items from committee discussion.



Reporting Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Products and Services update

PURPOSE

Provide the Board of Directors with an update on OPPD's products and services, as well as marketing efforts planned for 2025.

FACTS

- a. OPPD launches new products and services on a regular basis, and the end of 2024 saw a handful of new business-focused products go live.
- b. OPPD, in partnership with the State of Nebraska as well as local banks, has a Dollar and Energy Savings Loan Program to provide low-interest loans for energy-saving upgrades. In December OPPD doubled the funds made available for this program.
- c. OPPD regularly promotes products and services for customer awareness and use. Customers include both residential and commercial. In the coming year, OPPD will strive to engage these customers effectively, improving the individual customer experience as well as benefiting all customer-owners of OPPD.

RECOMMENDED:

Signed by:

Timothy D. McAreavey

Vice President – Customer Service

APPROVED FOR REPORTING TO BOARD:

Signed by:

L. Javier Fernandez

President and Chief Executive Officer

Attachment: Products and Marketing Update Presentation



Products and Marketing Update

January 14, 2025



Newly Launched Energy Efficiency Products and Measures

November: New Business Rebate Measures

- Small Business Building Management System
- Building Management System
- Retro-Commissioning
- Energy STAR Benchmarking
- Energy STAR Certification
- Energy STAR Building

December: Small/Medium Business Direct Install

- Free level 1 building energy audit
- Labor rebate to be combined with existing Business Rebates (lighting, HVAC, ARC, building management system)
- Qualifying customers must be rate 230 or 231 with a maximum peak demand of 100kW

Dollar & Energy Savings Loan Program

Program Expansion, Exclusively for OPPD Customers



EXPANSION OVERVIEW

✓ BENEFITS	✓ MEASURES	✓ IMPACT	✓ FUNDING
<p>MARKETING Enable marketing of program due to expansion</p> <p>MODERATE INCOME SEGMENT Funding available to increase CERA adoption within Moderate Income segment</p> <p>SMALL MEDIUM BUSINESS Additional resources for SMB CERA Adoption</p> <p>MINIMAL RISK Less than 1% average default rate, investment returned when partnership is terminated, OPPD has seen zero defaults</p> <p>LIMITED RESOURCES OPPD employee resource requirement is limited</p> <p>LOW INTEREST RATES 3% or less interest charged to participants</p>	<ul style="list-style-type: none"> • WEATHERIZATION • LIGHTING • APPLIANCES • ELECTRIFICATION • SOLAR 	<p>CUSTOMERS* Estimated reach of 180 customers continual reach due to revolving funds</p> <ul style="list-style-type: none"> • 70% Residential • 30% SMB <p>SAVINGS Minimum 8% average energy savings per month for the life of the measure</p>	<p>\$1,000,000 INVESTMENT</p> <ul style="list-style-type: none"> • OPPD invested an additional \$500,000 into the program <p>\$2,800,000 Program</p> <ul style="list-style-type: none"> • 2.8M total blended funding up from 1.4M prior to expansion • OPPD funds purchase 35% of the approved loan at no interest, NDEE purchases 35% of the loan at no interest and the lender holds the remaining 30%

2025 Product Marketing Strategy Plan B2C

STATEMENT OF STRATEGY: Drive growth across all lines of business through consistent, high-quality execution of marketing campaigns.

Current State	Plan: Optimize the operating model and technology to increase efficiency and impact while focusing primarily on corporate priorities.			Target Future State
	Initiatives	Required Capabilities	Assumptions and Risks	
<p>85% of media budget focused on CERA Products (Energy Management Products & Services)</p> <p>Increase enrollments in the Smart Thermostat, Weatherization, and Cool Smart programs by 20%</p> <p>Achieve 4x ROI for every dollar spent, ensuring that marketing dollars are being utilized effectively.</p> <p>Improve customer engagement by 10%, among key target segments such as Low to Moderate Income Customers.</p> <p>New Product Acquisition for Renewable Choice Product; 2.5% of Targeted Segment</p>	<p>Standardize marketing documentation and procedures to increase collaboration, communication efficiency, and accuracy.</p> <p>Build co-op marketing strategy to engage trade allies and contractors for shared costs in media spend to save money and cross promote related services and OPPD offerings.</p> <p>Increase grassroots marketing efforts to target Low to Moderate Income customers</p> <p>Develop transactional CSAT surveys for residential products and services</p>	<p>Data accuracy for segment building.</p> <p>Integration of digital marketing channel data with customer marketing platform.</p> <p>Digital Marketplace availability to make offerings more accessible.</p>	<p>Resource Constraints: Managing multiple initiatives and maintaining coverage during staffing changes and onboarding will require careful planning, delegation, and prioritization.</p> <p>Seasonal Variability: If the weather patterns in 2025 are similar to 2024, the program could once again see extended periods of down time in media. (Tornado Season, Derecho etc.)</p> <p>Budget Fluctuations: Unplanned expenses could require reallocation of funds, potentially limiting certain activities and demanding strategic flexibility</p>	<p>80% of campaigns delivered on time.</p> <p>90% of campaigns delivered on budget.</p> <p>Only 15% of campaigns have goals or scope changed after work began.</p>

2025 Product Marketing Strategy Plan B2B

STATEMENT OF STRATEGY: Drive growth across all lines of business through consistent, high-quality execution of marketing campaigns.

Current State	Plan: Optimize the operating model and technology to increase efficiency and impact while focusing primarily on corporate priorities.			Target Future State
	Initiatives	Required Capabilities	Assumptions and Risks	
<p>85% of media budget focused on CERA Products (Energy Management Products & Services)</p> <p>Increase Business Rebate Program Participation 10%</p> <p>New Product Awareness and Acquisition for Direct Install Product; 2% of Targeted Small to Medium Business (SMB) Segment</p> <p>Improve engagement with SMB tracked through Email Open Rates, CSAT, and Trade Ally Feedback.</p> <p>New Product Acquisition for Renewable Choice Product; 2.5% of Targeted SMB Segment</p>	<p>Standardize marketing documentation and procedures to increase collaboration, communication efficiency, and accuracy.</p> <p>Build co-op marketing strategy to engage trade allies and contractors for shared costs in media spend to save money and cross promote related services and OPPD offerings.</p> <p>Build competitive marketing strategy for FERC 2222 aggregator entrances to market</p>	<p>Data accuracy for segment building.</p> <p>Integration of digital marketing channel data with customer marketing platform.</p>	<p>Resource Constraints: Managing multiple initiatives and maintaining coverage during staffing changes and onboarding will require careful planning, delegation, and prioritization.</p> <p>Market Variability: Changes in business conditions, industry trends, or unforeseen events may affect participation rates, necessitating agile marketing adjustments.</p> <p>Budget Fluctuations: Unplanned expenses could require reallocation of funds, potentially limiting certain activities and demanding strategic flexibility.</p>	<p>80% of campaigns delivered on time.</p> <p>90% of campaigns delivered on budget.</p> <p>Only 15% of campaigns have goals or scope changed after work began.</p>



Reporting Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Legislative and Regulatory Update

PURPOSE

To provide an update on 2025 state and federal legislative matters, local government affairs and regulatory matters.

FACTS

- a. Nebraska's 109th Legislature 1st session began on January 8, 2025.
- b. The 119th Congress began on January 3, 2025 and is expected to end January 3, 2027.

RECOMMENDED:

Signed by:

Timothy D. McAreavey

Timothy D. McAreavey
Vice President – Customer Service

APPROVED FOR REPORTING TO BOARD:

Signed by:

L. Javier Fernandez

L. Javier Fernandez
President and Chief Executive Officer

Attachment: Legislative Update



Legislative Update

All Committees Meeting

January 14, 2025



Agenda

- Election update
- State legislative overview and update
- Federal legislative overview and update

Election Update

State

- 17 new state senators
 - 33 GOP – 16 DEM
- New committee chairs
- New committee members

Federal

- Republicans control the House, Senate, and Presidency
 - Senate – 53 GOP – 47 DEM
 - House – 220 (217) GOP – 215 DEM
- New committee chairs
- New committee members
- Reconciliation

State - 109th Legislative Session 2025

- 90 Day First Session convened on January 8th and ends on June 9th
- Last day of bill introduction and First day of public hearings January 22nd
- Final day of public hearings March 28th
- First day(s) of the session determine committee chairs and committee assignments

State - 109th Legislative Session 2025

- Natural Resources Committee: Brandt (chair), Clouse, Conrad, DeKay, Hughes, Juarez, Moser, Raybould
- Transportation and Telecommunications Committee: Moser (chair), Ballard, Bosn, Brandt, DeBoer, Fredrickson, Guereca, Storer
- Government, Military and Veterans Affairs Committee: Sanders (chair), J. Cavanaugh, Andersen, Guereca, Hunt, Lonowski, McKeon, Wordekemper
- Appropriations Committee: Clements (chair), Armendariz, M. Cavanaugh, Dorn, Dover, Lippincott, Prokop, Spivey, Strommen

State Legislation – Potential Legislation

- Zoning
- Obligation to serve language
- Rate language
- Chapter 70 modernization
- Address Pacific Stress Test Act
- PRB issues
- Dispatchable generation
- Foreign adversary
- Net zero programs
- Rail issues (2)
- Nameplate capacity tax increase
- Exempt retail electric sales tax
- NEMA changes to address ice jams/uncommon incidents
- EV infrastructure
- Energy efficiency program expansion
- Transmission issues
- Capping President & CEO salaries
- Property tax relief 2.0
- Dark fiber 2.0
- COLA for retirees
- Net metering
- Shutoff issues
- Funding for EAP programs
- Funding for weatherization – NDEE to ask

Federal Legislation – Key Updates

- IRA/IIJA issues
- Protecting tax-exempt financing
- Permitting reform
- LIHEAP funding
- Missouri River issues/Water Resources Development Act

Federal Legislation - Other Topics

- Appropriations
- Transmission
- PURPA reform
- Climate legislation
- Hydropower
- Cyber & physical grid security
- Energy efficiency
- Electric vehicles
- Comparable incentives
- Restore advanced refunding
- Energy workforce
- Nuclear issues
- Private use restrictions
- Weatherization
- Environmental legislation
- Clean energy standards
- Carbon tax
- Electrification
- Renewable tax credits
- Supply chain issues
- Cadillac taxes on health care
- Farm bill provisions
- ESG issues



Reporting Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Pledged Securities

PURPOSE

Report that the District's deposit balances held at financial institutions are sufficiently guaranteed.

FACTS

- a. Nebraska statutes require that District balances held at financial institutions in excess of Federal Deposit Insurance Corporation ("FDIC") limits are sufficiently guaranteed 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.

RECOMMENDED:

APPROVED FOR REPORTING TO BOARD:

Signed by:

Jeff Bishop

65F902772CFE45A

Jeffrey M. Bishop
Vice President and Chief Financial Officer

Signed by:

L. Javier Fernandez

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L. Javier Fernandez
President and Chief Executive Officer

JMB:drs

Attachment: Exhibit A

EXHIBIT A

OMAHA PUBLIC POWER DISTRICT

**FINANCIAL INSTITUTIONS WITH DEPOSIT BALANCES ABOVE
FDIC COVERAGE LIMITS OF \$250,000 ***

AS OF NOVEMBER 29, 2024

Wells Fargo Bank, N.A.

US Bank, N.A.

- * **These financial institutions have agreed with the District to deposit, pledge, or grant a security interest in a single pool of securities to secure the repayment of all District funds on deposit in excess of FDIC coverage limits.**

**FINANCIAL INSTITUTIONS WITH DEPOSIT BALANCES BELOW
FDIC COVERAGE LIMITS OF \$250,000**

AS OF NOVEMBER 29, 2024

Access Bank

Mainstreet Bank - Louisville

American National Bank - Nebraska City

Pinnacle Bank - Louisville

Community State Bank – Cedar Bluffs

Platte Valley Bank - North Bend

Farmers & Merchants Bank – Ashland

Premier Bank

Farmers & Merchants Bank - Weeping Water

Riverstone Bank - Eagle

First Bank of Nebraska - Syracuse

RVR Bank - Arlington

First Nebraska Bank – Valley

Washington County Bank – Blair

Horizon Bank - Springfield



Pre-Committee Agenda

SYSTEM MANAGEMENT & NUCLEAR OVERSIGHT
PRE-COMMITTEE MEETING
WEBEX VIDEOCONFERENCE
January 2, 2025, 4:00 – 5:30 P.M.

1. Safety Briefing (Pohl – 1 min)
 - a. Objective: Promote awareness of current safety focus.
2. Prior Month Pre-Committee Action Items (Pohl – 1 min)
 - a. Objective: Review and confirm prior pre-committee action items have been completed.
3. 2024 Annual Committee Report Review (Moody – 5 min)
 - a. Objective: Review and request feedback from committee members.
4. Nuclear Decommissioning Project Update (Via – 15 min)
 - a. Objective: Provide a status update on the Nuclear Decommissioning project.
5. Electric Vehicle Planning (Underwood – 35 min)
 - a. Objective: Provide an overview of planning efforts for electric vehicle impact on OPPD's distribution system.
6. ****New Generation Project Updates (Via & Underwood – 25 min)**
 - a. Provide project updates for Standing Bear Lake Station, Turtle Creek Station, and new natural gas generation projects.
7. Board Work Plan – Systems Committee Items (Focht – 2 min)
 - a. Objective: Review current board work plan.
8. Summary of Meeting (Pohl – 1 min)
 - a. Objective: Summary of committee action items.

** Indicates topic that will be included on all committee meeting agenda.



Reporting Item

BOARD OF DIRECTORS

January 14, 2025

ITEM

Systems Weather Hardening – Generation Cold Weather Preparedness

PURPOSE

To provide an update on internal preparation activities and external efforts, towards ensuring winter readiness at OPPD's Generating Station facilities.

FACTS

Extreme cold weather events have increasingly challenged and impacted regional utilities' ability to generate and deliver reliable electrical service to customers. Increasing frequencies of cold weather events and reduced margin on the bulk electric system in recent years has necessitated action by the electric industry.

As a part of OPPD's System Weather Hardening initiative, the following is an update on OPPD's continued efforts towards Generation Cold Weather Preparedness for this winter season. The cold weather project teams within OPPD have:

- a. Improved processes and procedures using lessons learned captured during Winter Storms Uri, Elliott and Gerri.
- b. Completed the approved, physical modifications to generating stations to harden systems, improve operations and increase reliability in cold temperatures.
- c. Met and exceeded regulatory standards for extreme cold preparedness and operations.
- d. Enhanced and performed station level preventative maintenance routines, including thousands of station level tasks.
- e. Benchmarked and collaborated with neighboring utilities, built relationships with key river stakeholders, and increased awareness of utility risks at state and federal levels.

RECOMMENDED:

Signed by:

181167221FA24AE...

Troy R. Via
Chief Operating Officer and Vice
President Utility Operations

APPROVED FOR REPORTING TO BOARD:

Signed by:

AC399FDCE56247E...

L. Javier Fernandez
President and Chief Executive Officer

Attachment: Systems Weather Hardening – Generation Cold Weather Preparedness



Systems Weather Hardening – Generation Cold Weather Preparedness

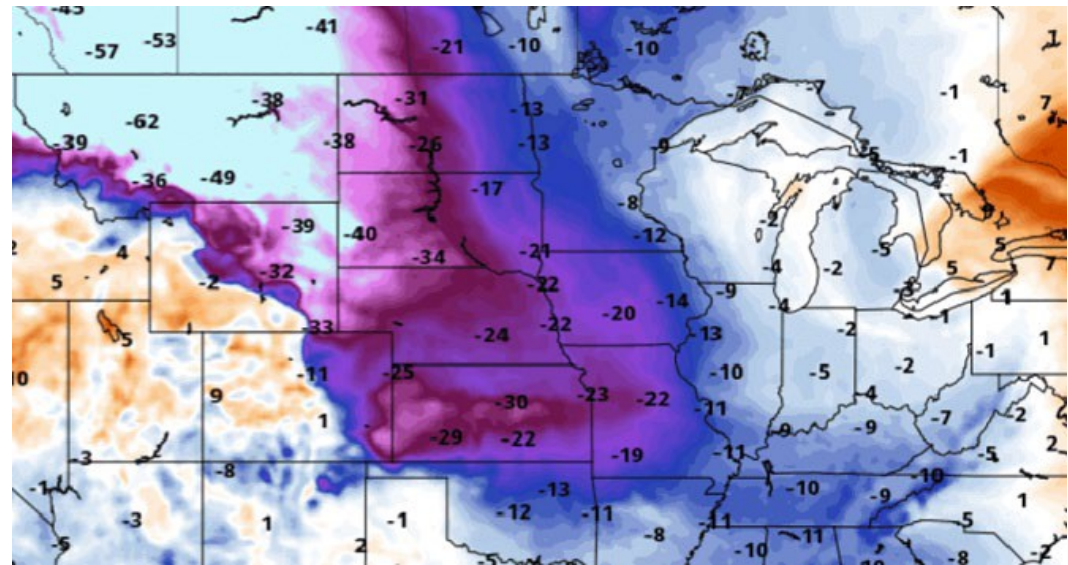
January 2025



COLD WEATHER

Readiness Drivers

- Extreme cold weather events increasingly impactful to electric production
- Regional drought impacting winter river levels & increasing risk for generators
- Stricter national and regional regulations require utilities to enhance winterization
- Massive customer growth has reduced margin between energy supply and demand locally and regionally
- Cold weather performance is a heightened priority to meet customer needs:
 - Key focus for the OPPD Board and executive leadership and managed through Enterprise Risk Management process.



COLD WEATHER

Readiness: What we've done

- Improved processes and procedures using lessons from winter storms Uri, Elliott and Gerri
- Invested in physical modifications to harden plants
- Met and exceeded new regulatory standards for extreme cold weather conditions
- Executed 28 preventative maintenance routines, including thousands of generating station level tasks
- Benchmarked approach with neighboring utilities; built relationships with key river stakeholders

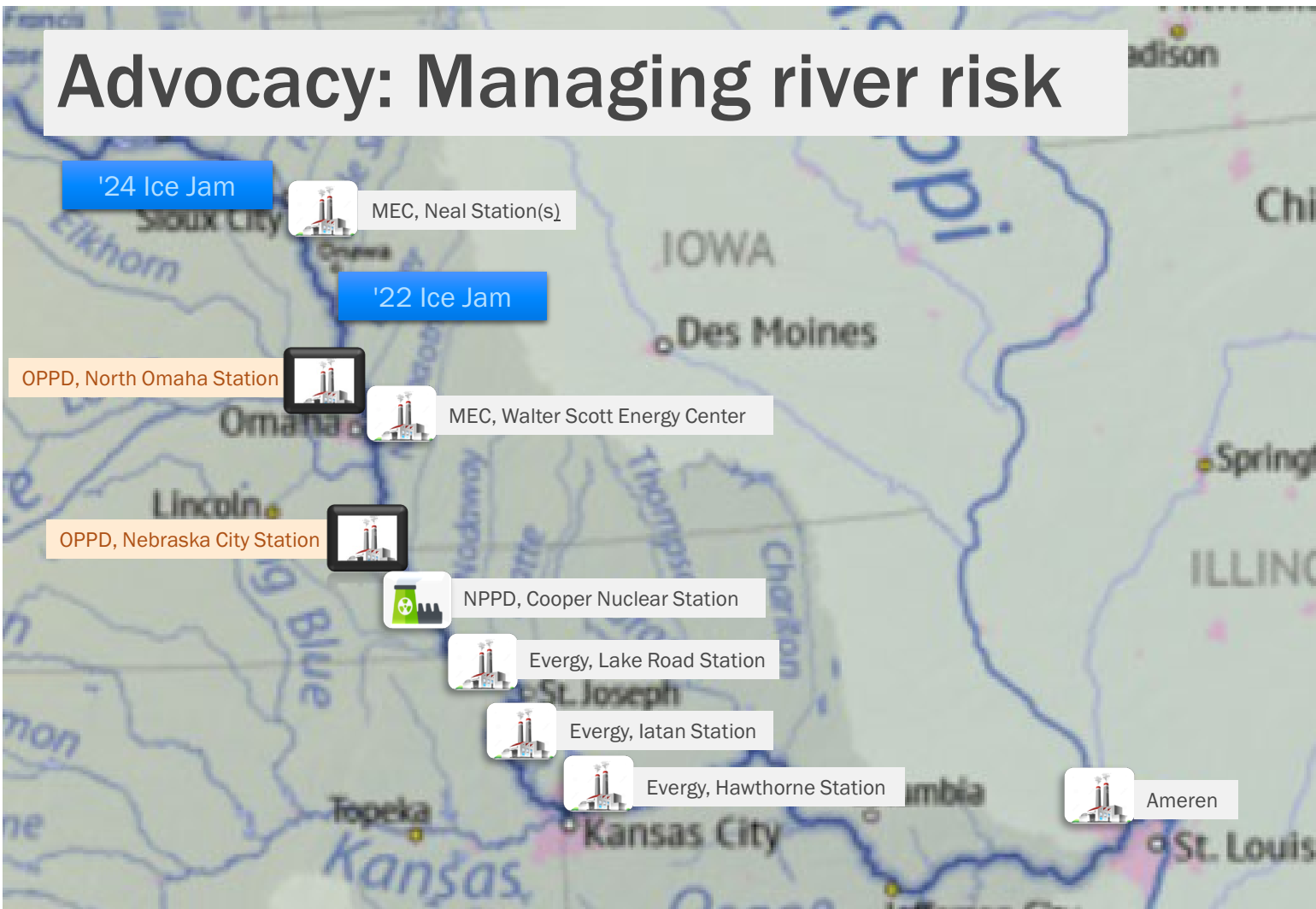
Information as of November 14, 2024



Spotlight: Example Plant Improvements



Advocacy: Managing river risk



MOBILIZING STAKEHOLDERS

River Management Stakeholders
U.S. Army Corp of Engineers
National Weather Service
USSTRATCOM,
MAPA, NEMA, Papio NRD,
Coalition to Protect MO River

Utility Industry Stakeholders
OPPD, MidAmerican,
Everg, NPPD, Ameron,
MUD
MISO & SPP

State and Federal Government Officials
Governor's Office
Federal regulators
Local officials



Next steps

- **Continuous improvement mindset** – every storm presents unique challenges
- **Disciplined monitoring** of changing weather patterns and **advocacy** at local, state and national levels
- Continued evaluation of **additional investments** needed based on changing conditions
- **New generating facilities are and will be** hardened for extreme cold by design, and do not rely on river cooling
- Continuing to foster **culture of collaboration** within the industry

QUESTIONS?



Agenda

OPPDP BOARD OF DIRECTORS
REGULAR BOARD MEETING
Thursday, January 16 at 5:00 P.M.

*Conducted in person at the Omaha Douglas Civic Center, 1819 Farnam Street,
2nd Floor Legislative Chamber, Omaha, NE 68183*
*Public may attend in person at the Omaha Douglas Civic Center or remotely by going to
www.oppd.com/BoardAgenda to access the Webex meeting link and view materials.*

Preliminary Items

1. Chair Opening Statement
2. Safety Briefing
3. Guidelines for Participation
4. Roll Call
5. Announcement regarding public notice of meeting

Board Consent Action Items

6. Approval of the November 2024 Financial Report, December 2024 Meeting Minutes, and the January 16, 2025 Agenda
7. Governance Committee Charter Revision – Resolution No. 6xxx
8. Election of Board Officers – Resolution No. 6xxx
9. Board Standing Committee Assignments – Resolution No. 6xxx
10. Standing Committee Annual Reports – Resolution No. 6xxx

Board Discussion Action Items

TBD

Other Items

11. President's Report
12. Opportunity for comment on other items of District business
13. Adjournment

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.

Action Item	Board Assignment	ELT Lead	Priority	Board Resources	OPPD Resources	Status	Accepted	Start	Finish	Comment
Identify any concerns regarding the direction provided by <i>SD-11: Economic Development</i> and determine if any changes should be made.	Customer and Public Engagement	McAreavey		Medium	Medium					
Review and recommend changes to <i>GP-5: Election of Board Officers</i> based upon Board feedback that simplify language re five yes votes/majority present and reflect desire for two-year appointments.	Governance	Focht		Low	Low					
Establish shared understanding of role of OPPD’s “Corporate Secretary;” review and recommend revisions to <i>BL-4: Board-Corporate Secretary Relationship</i> .	Governance	Focht		Medium	Medium					
Include CEO and ELT members in annual Board policy survey.	Governance	Focht		Low	Low					
Develop a plan for strategic education and training.	Governance	Focht		High	High					
Pilot a GP/BL monitoring process for 90 days and assess results.	Governance	Focht		Low	Low					
Recommend a high-level outline of a charter for the new standing committee (Risk).	Governance	Focht						08/30/24	10/17/24	
Review and refine the Board policy development/refinement process; ensure differing perspectives are considered initially and create a template/structure to standardize/facilitate process	Governance	Focht		Low	Medium					
Review and refine Board work plan process	Governance	Focht		Low	Medium					
Survey Board members on their preferred mode of receiving information, timing of communication.	Governance	Focht		Low	Medium					
Revise SD Monitoring Report template to invite ELT for insights during monitoring reports	Governance	Focht		Low	Low					
Implement the practice of adding guiding questions to pre-committee agenda topics.	Governance	Focht		Low	Low					
Add to Board’s operating principles: “Ask for the CEO’s thoughts and insights on a given topic.” “Identify points of friction early in the process of policy making.”	Governance	Focht		Low	Low					
Create Board chair success profile and consider required vs desired competencies; ask outgoing chairs to share experience with new chair.	Governance	TBD		Medium	Medium					
Review and recommend policy changes to <i>GP-14: Board Expense Reimbursement</i> to reflect desired future practice.	Risk	Bishop		Low	Medium					
Review and recommend revisions to <i>BL-8: Delegation to the President and Chief Executive Officer – Procurement</i> to reflect recent legislative changes.	System Management and Nuclear Oversight	Bishop		Low	Low					

Action Item	Board Assignment	ELT Lead	Priority	Board Resources	OPPD Resources	Status	Accepted	Start	Finish	Comment
Discuss Board feedback and recommend any revisions to <i>BL-10: Delegation to the President and Chief Executive Officer – Real and Personal Property</i> to clarify Board’s intended role in future purchases or leases of real property for district use.	System Management and Nuclear Oversight	Focht		Low	Medium					
Review <i>SD-4: Reliability</i> and determine if changes should be made to reflect “expansion” of the generation, transmission and distribution systems along with “operate” and “maintain.” This may be sufficiently reflected or belong in <i>SD-9: Integrated System Planning</i> .	System Management and Nuclear Oversight	Via		Low	Low					
Review <i>SD-6: Safety</i> and determine if changes should be made to reflect the importance of psychological safety.	System Management and Nuclear Oversight	Langel		Low	Low					