



Agenda






OPPD Board of Directors – All Committees Meeting
Tuesday, January 13, 2026
CLOSED SESSION 8:15 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 attend in person at BCBS, 1919 Aksarben Dr –Wahoo Room Omaha, NE, which will be set up as a physical location to view the WebEx.


	<u>TOPIC</u>	<u>TYPE</u>	<u>PRESENTER</u>	<u>TIME*</u>	
1.	Chair Opening Statement		Core	8:15	A.M.
2.	Closed Session			8:20	A.M.
	CEO Growth and Effectiveness Update	Discussion	Rainey	90	min
	<i>Break – Open WebEx to Allow Public to Join</i>			9:50	A.M.
3.	Chair Opening Statement		Core	10:00	A.M.
4.	Safety Briefing		Fernandez	10:05	A.M.
5.	Committee Briefings			10:10	A.M.
	Governance Pre-Committee (01/06/2026)	Reporting	Spurgeon	5	min
	SM&NO Pre-Committee (01/07/2026)	Reporting	Williams	5	min
	Customer and Public Engagement Pre-Committee (01/05/2026)	Reporting	Howard	5	min
	Finance Pre-Committee (No Meeting)	Reporting	Moody	5	min
6.	Oversight and Monitoring			10:30	A.M.
	AMI Customer and Stakeholder Engagement	Reporting	McAreavey	15	min
	Legislative and Regulatory Update	Reporting	McAreavey	15	min
	Integrated System Plan Timeline	Reporting	Underwood	5	min
7.	Governance and Board Matters			11:05	A.M.
	Election of Board Officers	Action	Spurgeon	5	min
	Board Standing Committee Assignments	Action	Spurgeon	5	min
	Standing Committee Annual Reports for 2025	Action	Focht	5	min
	Board Policy Review -- GP-6: Role of the Board Officers; GP-9: Board Committee Chairs; and BL-1: Board – President & CEO Relationship	Discussion	Spurgeon	15	min
	Confirmation of Board Meeting Agenda	Action	Core	5	min
8.	Opportunity for Public Comment on Items of District Business		Core	11:40	A.M.
9.	Closed Session			12:00	P.M.
	Strategic Risk: Public Power Model	Discussion	Fernandez	60	min
10.	Adjournment				

* 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 Executive Leadership team also can be found at www.oppd.com/BoardMeetings.

PHYSICAL SAFETY CHECKPOINT

-  Feeling Ill?
-  Locate AED's, Exits, and First Aid
-  Environmental Hazards
-  Identify Help
-  Active Shooter (Run, Hide, Fight)

PSYCHOLOGICAL SAFETY CHECKPOINT

-  Respect
-  Healthy Conflict
-  Multiple Perspectives
-  Trust
-  Culture of Curiosity

CYBER SECURITY

SEE SOMETHING, SAY SOMETHING

- The Sooner The Better
- Identify unknown phone number(s) or person(s) in virtual meetings



CONTACT

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



Pre-Committee Agenda

GOVERNANCE PRE-COMMITTEE MEETING
WEBEX VIDEOCONFERENCE
January 6, 2026, 8:00 – 9:00 A.M.

1. Safety Briefing (Rainey – 2 min)
2. Prior Month Pre-Committee Action Items (DeSeure – 1 min)
 - a. Objective: Review and confirm prior pre-committee action items have been completed.
3. 2025 Annual Committee Report Review (Spurgeon – 10 min)
 - a. Objective: Evaluate the performance of the committee, confirming all responsibilities described in the committee charter have been fulfilled in 2025.
4. Election of Board Officers & Board Standing Committee Assignments (Spurgeon – 10 min)
 - a. Objective: Finalize recommendations for Board consideration.
5. Governance Committee Planning Calendar (Focht – 2 min)
 - a. Objective: Review and confirm items on the Planning Calendar.
6. Board Work Plan – Governance Committee Items (Focht – 5 min)
 - a. Objective: Committee members to review, discuss, prioritize and confirm items on the Board Work Plan.
7. Summary of Meeting (DeSeure 2 min)
 - a. Objective: Summarize action items from committee discussion.
8. Governance Pre-Cmte Open Discussion (Spurgeon – 10 min)
 - a. Objective: Opportunity for the Governance Pre-Cmte Board members & ELT to discuss any topics brought forth.

ALL COMMITTEES – January 13, 2026

GOVERNANCE COMMITTEE	TYPE	PRESENTER	TIME	MINS
Governance Pre-Committee (1/6/2026)	Reporting	Spurgeon	5	min
CEO Growth & Effectiveness Update (CLOSED SESSION)	Discussion (Closed)	Rainey	90	min
Election of Board Officers	Action	Core	5	min
Board Standing Committee Assignments	Action	Core	5	min

Standing Committee Annual Reports for 2025	Action	Spurgeon	10	min
Board Policy Review: GP-6: Role of the Board Officers; GP-9: Board Committee Chairs; and BL-1: Board – President & CEO Relationship	Discussion	Spurgeon	15	min

Action Item	Board Assignment	ELT Lead	Priority	Board Resources	OPPD Resources	Status	Accepted	Start	Finish	Comment
Pilot a GP/BL monitoring process for 90 days and assess results.	Governance	Focht		Low	Low	On Track	08/29/24	09/16/25	02/17/26	Review pilot during Feb Gov pre-committee
Review Board policy survey feedback for potential refinements to GP-8: Board Committee Principles.	Governance	Focht				Not Started	08/28/25			Focht to work with Spurgeon on timing
Establish and execute a training plan to carry out GP-10: Board Training, Orientation. Will include, but not be limited to, strategic education and training	Governance	Focht				Not Started	08/28/25	01/06/26		Spurgeon and Moody established informal working group; will start in January and finish in March.
Establish shared understanding of role of OPPD's "Corporate Secretary;" review and recommend revisions to BL-4: Board-Corporate Secretary Relationship .	Governance	Focht		Medium	Medium	Not Started	08/29/24	02/17/26	05/21/26	To be reviewed in conjunction with GC



Pre-Committee Agenda

SYSTEM MANAGEMENT & NUCLEAR OVERSIGHT PRE-COMMITTEE MEETING WEBEX VIDEOCONFERENCE January 7, 2026, 3:00 – 4:30 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. **2025 Annual Committee Report Review (Williams – 5 min)
 - a. Objective: Evaluate the performance of the committee, confirming all responsibilities described in the committee charter have been fulfilled in 2025.
4. **Real Property & Land Management (Focht – 5 min)
 - a. Objective: Provide awareness of the Energy Plaza headquarters sale process including upcoming milestones and timeframe.
5. Air Permitting Status Update (Fleener– 10 min)
 - a. Objective: Provide awareness of ongoing air permitting efforts for district generating assets.
6. Reliable Power Pillar Overview (Via – 10 min)
 - a. Objective: Inform the committee on Reliable Power Pillar activities and next steps.
7. Fuels Update (Underwood – 3 min)
 - a. Objective: Provide an update on fuel efforts.
8. Integrated System Plan Timeline (Underwood – 15 min)
 - a. Objective: Discuss and collect applicable feedback on the latest timeline for the Integrated System Plan.
9. North Omaha Station Timeline (Underwood – 5 min)
 - a. Objective: Discuss and collect applicable feedback on the status of required actions for the North Omaha Station facility planning.
10. Local Electric Grid Planning per Resolution No. 6744 (McAreavey – 20 min)
 - a. Objective: Discuss next steps in response to Resolution No. 6744.
11. Board Work Plan – Systems Committee Items (Focht – 2 min)
 - a. Objective: Review the current board work plan.
12. Summary of Meeting (Pohl – 1 min)
 - a. Objective: Summary of committee action items.
13. SMNO Pre-Committee Open Discussion (Williams – 10 min)
 - a. Objective: Opportunity for the SMNO Pre-Committee Board members and ELT to discuss any topics brought forth.

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

Action Item	Board Assignment	ELT Lead	Priority	Board Resources	OPPD Resources	Status	Accepted	Start	Finish	Comment
Review Board policy survey feedback for potential refinements to SD-9: Integrated System Planning.	System Management and Nuclear Oversight	Underwood				Not Started	08/28/25			
Review Board policy survey feedback for potential refinements to SD-7: Environmental Stewardship.	System Management and Nuclear Oversight	Fleener				Not Started	08/28/25			Initiated in closed session in September
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	Not Started	08/29/24			Focht to schedule a meeting with Dir. Williams and Bruckner



Pre-Committee Agenda

CUSTOMER AND PUBLIC ENGAGEMENT PRE-COMMITTEE MEETING WEBEX VIDEOCONFERENCE January 5, 2025 4:00 – 5:10 P.M.

- 1) Safety Briefing (Ikeda-Hayes – 2 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.
Actions in December:
 - i) S. Focht will confirm whether the number of board members is determined by OPPD's internal governance or mandated by state statute.
 - ii) T. McAreavey and team will provide supplemental information outlining the process for transitioning unpaid bill amounts to write-offs.
- 3) 2025 Annual Committee Report Review (Howard – 5 min.)
 - a) Objective: Evaluate the performance of the committee, confirming all responsibilities described in the committee charter have been fulfilled in 2025.
- 4) Product and Service Update (McAreavey - 15 min.)
 - a) Objective: Provide updates on new products, services, and assistance programs.
Review the "product tree" to boost awareness and preview upcoming launches planned for 2-3 months out.
- 4) * Legislative Update (McAreavey – 20 min.)
 - a) Objective: Update state and federal legislative updates relevant to OPPD, including a preview of the 2026 state session.
- 5) * AMI Customer and Stakeholder Engagement (McAreavey – 15 min.)
 - a) Objective: Share engagement insights on AMI related tools, including Customer Platform adoption, Outage Map usage, and upcoming mobile app features.
- 6) Board Work Plan – Public and Customer Engagement Committee Items (Focht – 1 min.)
 - a) Objective: Review of the current board work plan.
- 7) Summary of Meeting (Jameson – 1 min.)
 - a) Objective: Summarize Pre-Committee action items and identify topics for All-Committee review.
- 8) Customer & Public Engagement Pre-Committee: Open Discussion (Howard – 10 min.)
 - a) Objective: Provide an opportunity for the Customer & Public Engagement Pre-Committee Board members and ELT to raise and discuss any relevant topics.

*Topics that will go to All-Committee meeting through CUSTOMER AND PUBLIC ENGAGEMENT.

**Topics that will go to Closed Session during All-Committee meeting.

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	On Hold	08/29/24			Met with Howard, McAreavey, Focht; will bring to CPE first quarter 2026.



Reporting Item

January 13, 2026

ITEM

AMI Customer and Stakeholder Engagement Progress Update

PURPOSE

Provide the Board of Directors with an update on OPPD's AMI Customer and Stakeholder Engagement progress.

FACTS

This update provides an overview of AMI Customer and Stakeholder Engagement efforts, including outreach through local leader meetings, customer roadshows, pilot communications, and digital engagement initiatives. It also includes an update on customer adoption and utilization of new enhancements introduced through AMI and MyOPPD, and outlines upcoming plans to refine engagement approaches and support full rollout of advanced metering infrastructure.

RECOMMENDED:

Signed by:

Timothy D. McAreavey

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Timothy D. McAreavey

Vice President, External Relations and
Chief Customer & Public Engagement
Officer

APPROVED FOR REPORTING TO BOARD:

Signed by:

L. Javier Fernandez

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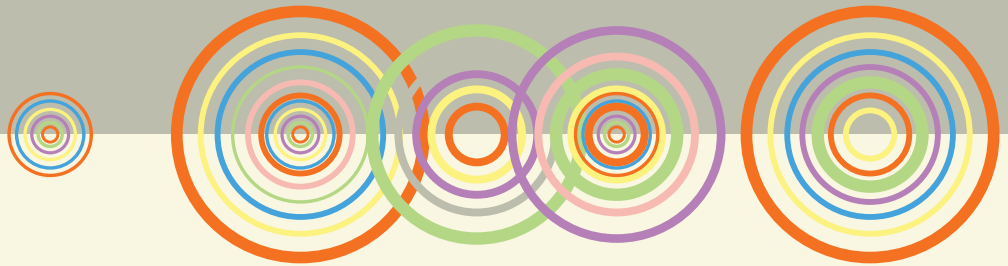
L. Javier Fernandez

President and Chief Executive Officer

Attachment: AMI Customer and Stakeholder Engagement Update

AMI CUSTOMER AND STAKEHOLDER ENGAGEMENT UPDATE

➤ 01.13.26 ➤



Tim McAreavey

Vice President, External Relations and Chief Customer & Public Engagement Officer





AGENDA

- AMI Customer and Stakeholder Engagement Refresher
- AMI Engagement Stats
- Look Ahead

CUSTOMER & STAKEHOLDER ENGAGEMENT REFRESHER

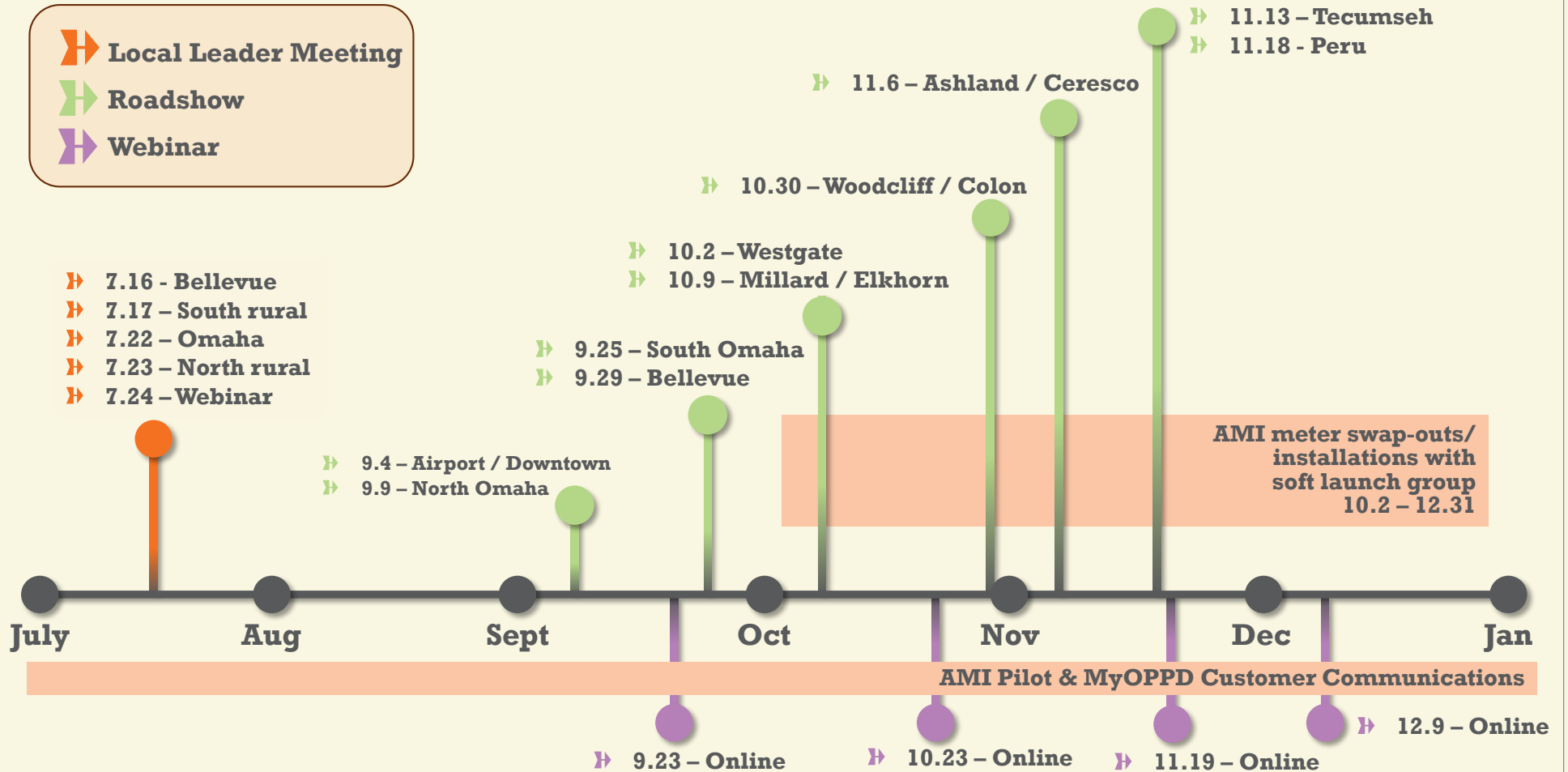
- **5** Local Leader Meetings
- **14** Customer Roadshows
- **~36k** Pilot Customer Communications
- Social Media Posts



CUSTOMER & COMMUNITY LEADER EVENTS



- ▶ Local Leader Meeting
- ▶ Roadshow
- ▶ Webinar



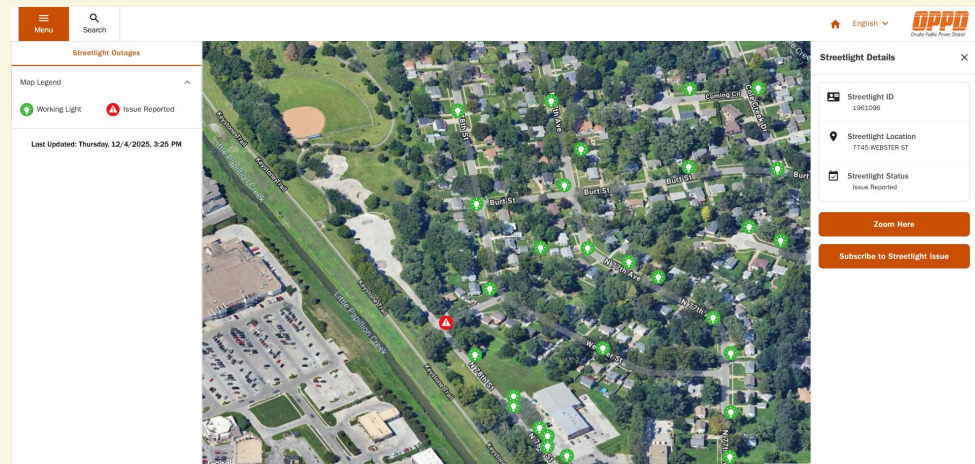
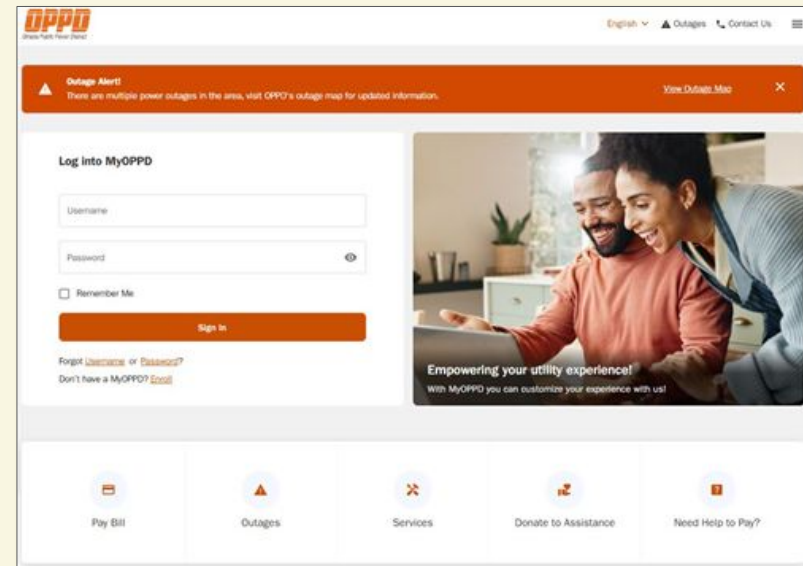
A LOOK AT THE NUMBERS...



- ▶ ~11,300 AMI meters installed
- ▶ 4.14 out of 5 – Post Install Survey (residential)
- ▶ 0.04% Opt Out rate
- ▶ 82% Opt Out Avoidance
- ▶ 200+ Access Issues

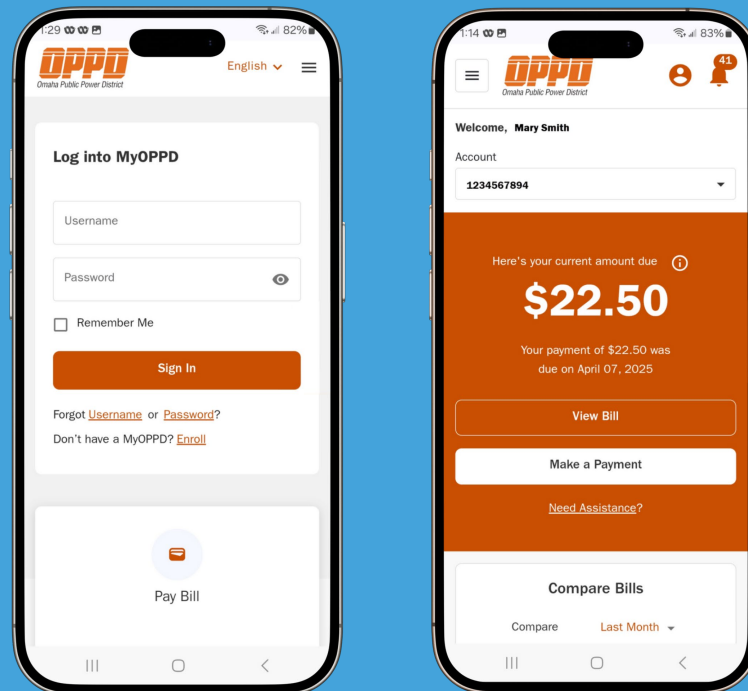
A LOOK AT THE NUMBERS (CONT'D)

- 5.5% Growth in MyOPPD registrations
- 67% of customers have a MyOPPD Account
- 15K Outage Reported
- 1100 Streetlight Outage Reported
- 93 customers attended the AMI roadshows with a 95% positive rating
- 12% of customer calls have negative sentiment



WHAT'S NEXT?

- MyOPPD Mobile
- AMI Deployment And
Engagement Refinement
- Full AMI Deployment





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MORE**

Visit oppd.com/SmartMeters for information



Reporting Item

January 13, 2026

ITEM

Legislative Update

PURPOSE

To provide an update on 2026 state and federal legislative matters, local government affairs and regulatory matters.

FACTS

- a. Nebraska's 109th Legislature 2nd session began on January 7, 2026 and is expected to end on April 17, 2026.
- b. The 119th Congress began on January 3, 2025 and is expected to end January 3, 2027.

RECOMMENDED:

Signed by:

A handwritten signature in black ink, reading "Timothy D. McAreavey".

9426AD61477A435
Timothy D. McAreavey
Vice President, External Relations and
Chief Customer & Public Engagement
Officer

APPROVED FOR BOARD CONSIDERATION:

Signed by:

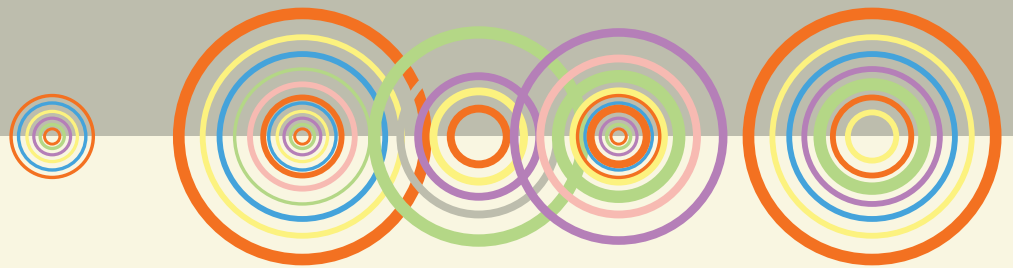
A handwritten signature in black ink, reading "L. Javier Fernandez".

AC399FDCE58247E
L. Javier Fernandez
President and Chief Executive Officer

Attachment: Legislative Update

➤ 01.13.26 ➤

LEGISLATIVE UPDATE



Tim McAreavey

Vice President, External Relations and Chief Customer & Public Engagement Officer



AGENDA

STATE LEGISLATIVE UPDATE

- Overview
- Carry over bills
- Introduced legislation

FEDERAL UPDATE

- JTIQ
- Ice Jams/WRDA
- NDAA
- Reconciliation
- FEMA Reform
- Tariffs

» **STATE LEGISLATIVE UPDATE**

2026 SHORT LEGISLATIVE SESSION

- Session began on January 7
- Sine Die – April 17
 - Budget issues
 - Term limits
 - Controversial measures
 - Election year



**60-day
session**

**Bills will
be introduced
until January
21**

**Hearings start
January 20**

**Session
could end
early**

Carry Over Bills - Support

LB 413 – Clouse – Change provisions relating to the setting of rates by certain power districts

LB 489 – Brandt – Prohibit certain entities from operating, maintaining, constructing or acquiring transmission lines and related facilities



LB 546 – Rountree – Change provisions relating to proclamations for disasters, emergencies and civil defense emergencies made by the Governor

Carry Over Bills - Oppose

LB 349 – Prokop - Change provisions relating to applications, notices, filings, exemptions, and violations regarding the construction or acquisition of certain electric energy storage resources by electric suppliers



LB 503 – Bosn - Authorize the designation of American energy friendly counties and change provisions relating to privately developed renewable energy generation facilities and the nameplate capacity tax

LB 571 – J. Cavanaugh - Require cost-of-living adjustments for retirees for any public power district that operates a defined benefits program

Carry over bills will need a new priority designation to advance in 2026

2026 INTRODUCED LEGISLATION

The following bills have been introduced in the first 3 days of the session and are under review

- **LB719** Jacobson – Redefine a term under the Nebraska Rural Projects Act
- **LB844** Rountree – Provide for additional grants under the Site and Building Development Fund
- **LB770** DeKay – Authorize fees for the collection of certain taxes of reclamation districts and county agricultural societies and change the distribution of the nameplate capacity tax
- **LB798** Urban Affairs Committee – Change provisions relating to the planning commission of a city of the second class or village and allow a city of the second class to elect council members by ward
- **LB815** Brandt – Provide for a tax on diesel fuels, change provisions relating to refunds for motor fuel taxes and the petroleum release remedial action fee, change and eliminate provisions of the Ethanol Development Act and eliminate the Ethanol Production Incentive Cash Fund

2026 INTRODUCED LEGISLATION

The following bills have been introduced in the first 3 days of the session and are under review

- **LB898** Lonowski – Change which political subdivisions may use virtual conferencing for meetings under the Open Meetings Act and change related requirements
- **LB904** Arch – Change provisions relating to Chinese military companies under the Nebraska Political Accountability and Disclosure Act
- **LB915** Lippincott – Change the number of authorized inland port districts under the Municipal Inland Port Authority Act
- **LB916** Meyer– Provide requirements for the transport of carbon dioxide and change provisions relating to eminent domain and the Nebraska Geologic Storage of Carbon Dioxide Act
- **LB935** Bosn – Provide for the award of costs and attorney's fees in certain actions involving political subdivisions



FEDERAL UPDATE



FEDERAL UPDATE

- JTIQ
 - Making progress
- Ice jams/WRDA
 - Making progress
- NDAA
 - Language in for advanced nuclear
- Reconciliation
 - Talking about second bill
- FEMA
 - Gaining momentum
- Tariffs
 - Working with APPA



Reporting Item

January 13, 2026

ITEM

Integrated System Plan Update

PURPOSE

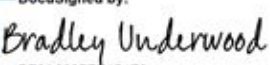
Provide the Board of Directors with an update on the development of an Integrated System Plan.

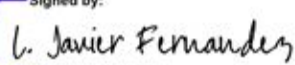
FACTS

- a. OPPD's 2026 Integrated System Plan (ISP) will transition OPPD's historical Integrated Resource Planning (IRP) process into a more holistic, integrated system planning approach combining resource planning with transmission and distribution planning and customer solutions.
- b. OPPD's ISP goals are to deliver affordable, reliable and environmentally sensitive energy to meet all aspects of customer demand in the near and long-term planning horizon.
- c. OPPD's 2026 ISP has a target completion by the end of 2026 and will solicit stakeholder input as part of OPPD's stakeholder outreach efforts.

RECOMMENDED:

APPROVED FOR REPORTING TO BOARD:

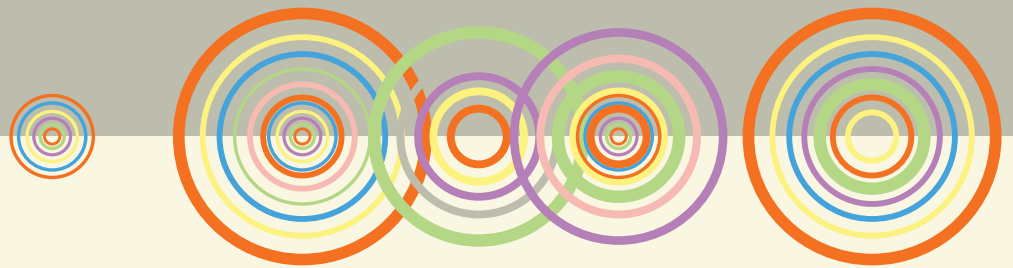
DocuSigned by:

D78A6627EE154E8
Bradley R. Underwood
Vice President and Chief Financial Officer

Signed by:

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L. Javier Fernandez
President and Chief Executive Officer

Attachment: Integrated System Plan Update

INTEGRATED SYSTEM PLAN (ISP)

➤ 01.13.26 ➤



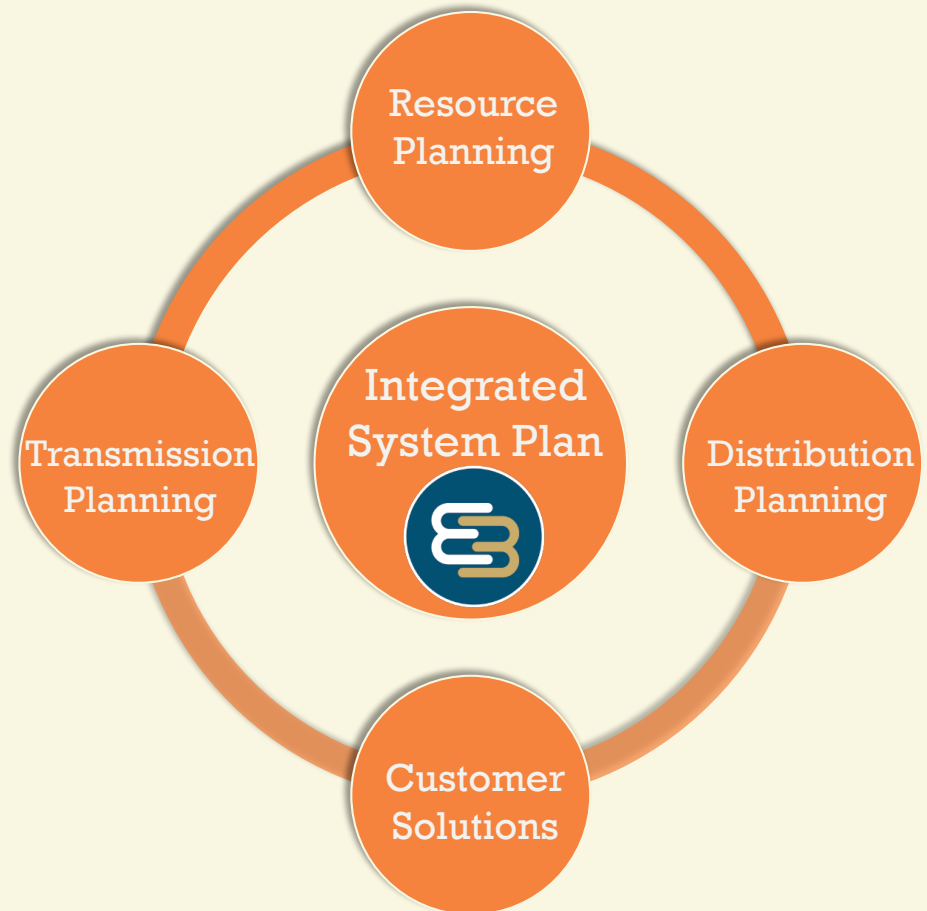
Brad Underwood
Vice President & Chief Financial Officer



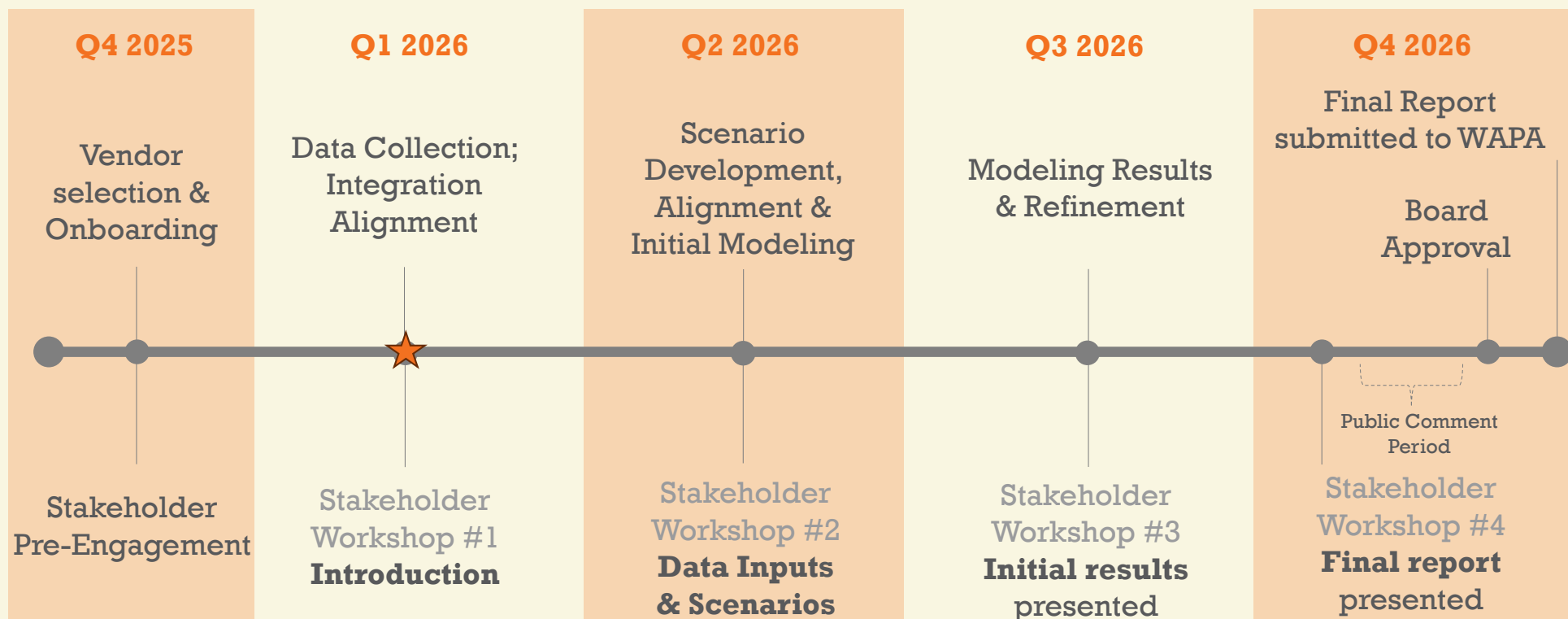
EVOLVING ELECTRIC UTILITY PLANNING: FROM COORDINATION TO INTEGRATION



- OPPD has historically performed an Integrated Resource Plan (IRP) every 5 years to outline generation changes to meet customer demands over time and last developed an IRP in 2021.
- Traditional planning with the IRP focused narrowly on generation, often in isolation from transmission, distribution, and customer needs.
- Today's energy landscape demands an integrated, system-wide approach.
- The Integrated System Plan (ISP) provides a unified roadmap that aligns:
 - Generation, Transmission, Distribution, and Customer Solutions
- Goal: Deliver affordable, reliable, and environmentally sensitive energy to meet all aspects of customer demand in the near and long-term planning horizon.
- Contracted with E3 as technical vendor; supported previous OPPD IRPs and experience conducting integrated system plans for others.



ISP TIMELINE & STATUS UPDATE



Next Steps:

- Establish & communicate Stakeholder Workshop #1 forum & date
- Data Collection & Integration for Scenario Modeling development



Action Item

January 13, 2026

ITEM

Election of Board Officers

PURPOSE

To conduct the annual election of Board officers in accordance with the District's Bylaws and Board Policy GP-5, ensuring governance continuity and compliance.


FACTS

- a. Article I, Section 2 of the District's Bylaws requires the Board to elect the Chair, Vice Chair, Secretary, and Treasurer from among its members at the regular January meeting. Officers serve for one year and until successors are elected. Removal during the term requires an affirmative vote of at least five Directors at a regular or special meeting.
- b. Consistent with Board Policy GP-5: Election of the Board Officers, the Governance Committee is accountable for recommending a slate of officers for Board consideration.
- c. The Governance Committee recommends for Board consideration the proposed slate of officers listed on Exhibit A, effective January 15, 2026.

ACTION

Approve and elect the slate of Board officers for 2026, as recommended by the Governance Committee and listed in Exhibit A, effective January 15, 2026, for a one-year term or until successors are elected.

RECOMMENDED:

Signed by:

3B4334BFD93348F

Mary Spurgeon
Governance Committee Chair

APPROVED FOR BOARD CONSIDERATION:

Signed by:

7CEC8F040A9D457

Matt Core
Chair – Board of Directors

Attachments: Exhibit A
Resolution

EXHIBIT A

2026

Omaha Public Power District Board of Directors

Board Officers

(Effective January 15, 2026)

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



Spurgeon/Focht

RESOLUTION NO. 6xxx

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, 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; and

WHEREAS, consistent with Board Policy *GP-5: Election of the Board Officers*, the Governance Committee has reviewed and recommended the slate of officers listed on Exhibit A for Board consideration; 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 15, 2026, for a term of one year and until the election of their successor or removal from office.



Action Item

January 13, 2026

ITEM

Board Standing Committee Assignments – 2026

PURPOSE

Board concurrence of OPPD Board of Directors Standing Committee assignments for 2026

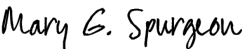
FACTS

- 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. In support of its policy oversight accountability for *GP-6: Role of the Board Officers*, *GP-8: Board Committee Principles* and *GP-9: Board Committee Chairs*, the Governance Committee developed and recommends for Board consideration the 2026 Standing Committee Assignments based upon its awareness of individual Board member interests.
- c. 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 2026 Standing Committee assignments listed on Exhibit A.

RECOMMENDED:

Signed by:

3B4334BFD93348F

Mary Spurgeon
Governance Committee Chair

APPROVED FOR BOARD CONSIDERATION:

Signed by:

7CEC8E040A9D457

Matt Core
Chair – Board of Directors

Attachments: Exhibit A
Resolution

EXHIBIT A
2026
Omaha Public Power District
Board of Directors
Standing Committees
(Effective January 15, 2026)

<i>GOVERNANCE</i>	<i>FINANCE</i>	<i>CUSTOMER & PUBLIC ENGAGEMENT</i>	<i>SYSTEM MANAGEMENT & NUCLEAR OVERSIGHT</i>	<i>RISK</i>
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



Spurgeon/Focht

RESOLUTION NO. 6xxx

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 2026 Standing Committee Assignments of the Board, as outlined on Exhibit A attached hereto, be and are hereby approved.



Action Item

January 13, 2026

ITEM

Standing Committees Annual Reports for 2025

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 2025 attached as Exhibit A through Exhibit D.

ACTION


The Governance Committee recommends that the Board accept the standing committee annual reports for 2025 as shown in the attached Exhibit A through Exhibit D as evidence of the performance of each committee's accountabilities.

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: Exhibits A-D
Resolution

**Omaha Public Power District
Customer and Public Engagement Committee
Annual Report for 2025**

In 2025, 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 2025 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 2025.](#)
 - SD-11 - Economic Development - [The committee reviewed, and the Board approved the SD-11 monitoring report in December 2025.](#)
 - SD-13 - Stakeholder Outreach and Engagement - [The committee reviewed, and the Board approved the SD-13 monitoring report in October 2025.](#)
 - BL-9 - Delegation to the President and Chief Executive Officer – Local, State and Federal Legislation and Regulation - [Throughout 2025, 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 2025, 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 2025.](#)

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
 - Quarterly AMI – Customer and Stakeholder Engagement updates
 - Customer payment and affordability trends
 - Customer satisfaction measurements
 - OPPD Community Connect
 - Board and ELT contact statistics
 - Regular grants updates
 - Regular products and services updates
 - Customer growth updates
 - Economic development impact
 - Customer program updates
 - Customer experience and engagement approach
 - Cost reduction – customer impact
 - 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.

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 2025**

In 2025, 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 October 2024. Copies of the 2025 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 2025.](#)
- SD-3 - Access to Credit Markets - [The Committee reviewed and the Board approved the SD-3 monitoring report in May 2025.](#)
- SD-14 - Retirement Plan Funding (*with quarterly updates*) - [The Committee reviewed and the Board approved the SD-14 monitoring report in April 2025, finding OPPD to be sufficiently in compliance with the policy as stated.](#)

[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 2025.](#)

- 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

[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 2025.](#)

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: Integrated System Planning.

The SD-9 monitoring report was reviewed and approved by the Board in September 2025, finding OPPD to be sufficiently in compliance with the policy as stated.

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 June 2025, the Committee reviewed and the Board approved Declining Blocks Rate and Energy Management Credit Removal. The public was invited to comment on both items the month prior to the Board vote.

In December 2025, the Committee reviewed, and the Board approved the 2026 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 2025. Quarterly Retirement Plan reports were reviewed with the Board in May, August, and November of 2025.

The Board reviewed and accepted new retirement fund investment managers in March.

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 Brattle Group completed an independent review of the Preliminary 2026 Corporate Operating Plan, and, the Cost of Service Study and Fuel and Purchased Power Adjustment structure in support of the rate setting for 2026. These services were not scheduled for review by the Committee in 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 (2024 annual results), May (1st quarter 2025 results), August (2nd quarter 2025 results), and November (3rd quarter 2025 results) of 2025.

The Board reviewed the preliminary 2026 Corporate Operating Plan (COP) and proposed rate actions in November and approved the final 2026 COP in December 2025.

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 one internal and external auditor report. The first Audit Subcommittee meeting was held on March 20, 2025 and the second meeting will be held on January 20, 2026; delayed due to agenda changes in December 2025.

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 (2024 annual results), May (1st quarter 2025 results), August (2nd quarter 2025 results), and November (3rd quarter 2025 results) of 2025.

In addition, the Committee reviewed OPPD's performance in the SPP through discussion and recommendations during the October and November pre-committee meetings and reflected in the draft and the final 2026 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 2025:

- Pledged Securities
- Updated Authorization for Debt Financing 2025
- Financial Stewardship Updates
- AMI Opt-Out Service Charge
- 2025/2026 NC2 Separate System Refinancing(s)
- Annual Report of the Interest Rate on Customer Security Deposits
- Report on the 2025 Series A Bonds Sale
- Regulatory Accounting for 2025 Storm Costs
- Debt Retirement Reserve Account
- Electric Utility Industry Inflationary Cost Pressures
- 2025 COP Excess Expenditures Request
- Declaration of Anticipated 2026 Capital Expenditures Reimbursement
- Report on the Sale of 2025 Series B and C Bonds

**Omaha Public Power District
Governance Committee
Annual Report for 2025**

In 2025, 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 January 18, 2025. Copies of the 2025 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 2025. In January, the Board reviewed and accepted changes to the Governance 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 2025 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 2025.
- SD-8 - Employee Relations - The Committee reviewed, and the Board approved the SD-8 monitoring report in December 2025. The Board reviewed and accepted revisions to SD-8 in March.
- 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 - Under BL-6, the Committee and Board reviewed CEO development and succession planning in connection with the CEO annual performance evaluation and compensation adjustment in August. The Board also met with Mr. Brian Juncker

of STS Consulting in the first two quarters to discuss CEO development and performance.

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

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 2025.

Board policy revisions for BL-8, GP-15 and GP-5 were reviewed and accepted by the full Board in May.

Board policies GP-2, GP-3 and BL-7 were reviewed by the full Board during the September All Committees meeting. Board policies GP-1, GP-4 and GP-7 were reviewed by the full Board in the October All Committees meeting.

The 2026 Board Meeting Schedule was reviewed and approved by the Board in September. The 2026 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 2025, 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, governance and communications 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 August.

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 2025.

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 corporate officer performance evaluations and CEO recommended compensation adjustments in August.

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 promotion of Brad Underwood to Chief Financial Officer in March.

The Committee reviewed and reported on seven severance agreements in excess of \$50k; two in May and five in November.

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 the Annual Health Plan Report in May.

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.

No management proposed amendments in 2025.

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.

The committee reviewed one conflict of interest allegation for one Board member.

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 2025. Labor agreements were presented to and approved by the full Board in May and June.

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 is included in 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 2025, 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).

Additional work completed by the Committee in 2025 - Board Work Plan:

- Surveyed Board members on their preferred mode of receiving information and timing of communication.
- Created a Board chair success profile and considered required vs. desired competencies; asked outgoing chairs to share experience with new chairs.
- Reviewed and recommended changes to GP-5: Election of Board Officers based upon Board feedback that simplified language.
- Added 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."

**Omaha Public Power District
System Management and Nuclear Oversight
Annual Report for 2025**

In 2025, 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 February 2025. Copies of the 2025 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 2025, the Committee reviewed, and the Board approved the following items:

- January
- February
 - [RFP 6179 - SC1 & 2 Exhaust Stack Replacement](#)
- March
 - [RFP 6188 Sarpy County Units 4 & 5 Woodward Control Valve Replacements](#)
 - [FERC Order 719 Demand Response Opt-Out](#)
- April
 - [RFP 6189 Cass to Sarpy Transmission Project -- Insulator & Hardware Contract Award](#)
 - [RFP 6180 SC3 Exhaust Silencer Baffle Replacement Contract Award](#)
- May
 - [Transmission and Substation Contract Alliance – Engineer’s Certificate to Negotiate](#)
- June
 - [RFP 6193 - North Omaha to Eppley Manhole Duct Line Construction Contract Award](#)
 - [NOS ELG Building and Equipment - Engineer’s Certificate to Negotiate](#)
 - [AMI Opt-Out Service Charge July – No Meeting](#)
- August
 - [SCS and JSS Generator Rewinds – Engineer’s Certificate to Negotiate](#)

- RFP 6196 – Cass to Sarpy Transmission Construction Project – Labor Contract Award
- September – None
- October – None
- November – None
- December
 - RFP 6225 - Nebraska City Station Unit 1 Flue Gas Expansion Joint Material & Labor Contract Award
 - Nebraska City Station Unit 2 Distributed Control System Upgrade - Engineer's Certification – Request to Negotiate
 - North Omaha Station Unit 4 (NO4) Low Pressure Turbine Refurbishment - Engineer's Certification – Request to Negotiate
 - Nebraska City Station Unit 2 Turbine and Generator Repair Labor and Technical Services - Engineer's Certification – Request to Negotiate
 - Modification of Resolution No. 6518 Regarding North Omaha Station Operations

In 2025, 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 2025. |
| SD-6 | - Safety - The Committee reviewed, and the Board approved the SD-6 monitoring report in February 2025. |
| SD-7 | - Environmental Stewardship – The Committee reviewed, and the Board approved the SD-7 monitoring report in October 2025. |
| SD-9 | - Integrated System Planning – The Committee reviewed, and the Board approved the SD-9 monitoring report in September 2025. |
| BL-8 | - Delegation to the President and Chief Executive Officer – Procurement – Reviewed as part of the August 2025 Board Governance Workshop. |
| BL-10 | - Delegation to the President and Chief Executive Officer – Real and Personal Property – Reviewed as part of the August 2025 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 2025 Board Governance Workshop.
 - GP-15 - Nuclear Oversight – Reviewed as part of the August 2025 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 2025:

- Milligan Wind Farm
 - North Omaha Station
 - Cass Peaking station
 - Sarpy Peaking Station
 - Turtle Creek Station
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 2025, Board members received presentations concerning integrated distribution plan scope and overview, 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)

Follow up discussions with appropriate stakeholders should be conducted as needed to understand the identified issue(s) and corrective actions.

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

8. The Committee shall review the status of decommissioning funding, status of funding for managing irradiated fuel, and the financial assurance status report information as provided to the NRC by regulation.

The Committee and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports and some board members attended the final DOC exit meeting in August.

9. 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 and Board received periodic director updates and quarterly Nuclear Oversight Committee Reports.



Spurgeon/Focht


RESOLUTION NO. 6XXX

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 the 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 2025 attached as Exhibit A through Exhibit D.

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 2025 as shown in the attached Exhibit A through Exhibit D as evidence of the performance of each committee's accountabilities.

	OMAHA PUBLIC POWER DISTRICT Board Policy	Category:	Governance Process
	Policy No. and Name: GP-6: Role of the Board Officers	Monitoring Method:	Governance Committee Board Report
		Frequency:	Annually
Date of Approval:	July 16, 2015 February 16, 2017	Resolution No.:	6070 6172

The Board Chair shall:

- Ensure that all duties imposed on them as Chair are being completed.
- Be a member of the Governance Committee and a member ex officio, nonvoting member, of all Board committees.
- Preside over and facilitate all regular and special meetings of the Board, and other meetings at which a quorum of the Board is present.
- Ensure that meeting discussion focuses on matters which, according to Board policy, are appropriate for Board consideration.
- Ensure that discussion at Board meetings is fair, open and thorough, but also timely, orderly and to the point.
- Be the spokesperson of the Board in public announcements pertaining to the Board's conduct of OPPD's affairs.
- Appoint the Chairs of the Standing Committees with approval of the Board.
- Schedule and coordinate the annual performance evaluation of the President and Chief Executive Officer.
- Ensure that the Board's agendas meet the goals of the annual work plan.
- Ensure a process is in place for regularly evaluating the Board's adherence to Board policies.
- Ensure the Board is represented to outside stakeholders, organizations, and other groups.
- Have no authority to supervise or direct the President and Chief Executive Officer, apart from the authority expressly granted him or her by the Board.
- Delegate his or her authority as appropriate, but remain accountable for its use.
- Perform all other actions and duties as required by law.

The Board Vice Chair shall:


- Shall serve as Chair of the Board in the event of the disability or absence of the Chair.
- Be a member of the Governance Committee.
- Perform all other actions and duties as required by law.

The Board Treasurer shall:

- The Board Treasurer may perform any of the customary duties of the Chair and Vice Chair offices, when delegated.
- Serve as the Finance Committee Chair and preside over and facilitate the Finance Committee meetings.
- The treasurer must furnish a corporate surety bond sufficient to cover all monies in his or her possession or control, but not to exceed \$100,000.00, and the bond approved as to form and sureties by the Directors and filed with the Secretary of State.
- Perform all other actions and duties as required by law.

The Board Secretary shall:


- Be responsible for assuring that accurate minutes of Board meetings are prepared, in coordination with the Corporate Secretary.
- The Board Secretary may perform any of the customary duties of the Chair and Vice Chair offices, when delegated.
- Perform all other actions and duties as required by law.

	OMAHA PUBLIC POWER DISTRICT Board Policy	Category:	Governance Process
	Policy No. and Name: GP-9: Board Committee Chairs	Monitoring Method:	Governance Committee Board Report
		Frequency:	Annually
Date of Approval:	October 15, 2015 April 21, 2022 October 17, 2024	Resolution No.:	6082 6494 6663

The Committee chairs shall preside over and facilitate committee meetings.

Specifically, Committee chairs shall:

- Schedule and cancel any meetings, at their discretion, in addition to the regularly scheduled public committee meetings prior to the regular Board meeting.
- Review and approve the committee agendas prior to circulation of the public notice of the meeting.
- Present an agenda and summary report of items discussed at any closed committee meetings held prior to the regularly scheduled public committee meetings.
- Ensure that committee meetings focus on those issues which, according to Board policy, belong to the Board to decide.
- Ensure that discussion is fair, open and thorough, but also timely, orderly, and kept to the point.

	OMAHA PUBLIC POWER DISTRICT Board Policy	Category:	Board Staff–Linkage
	Policy No. and Name: BL-1: Board – President and Chief Executive Officer Relationship	Monitoring Method:	Governance Committee Board Report
		Frequency:	Annually
		Resolution No.:	6070 6494 6639
Date of Approval:	July 16, 2015 April 21, 2022 April 18, 2024		

The corporate powers of OPPD shall be vested in the Board of Directors and shall be exercised in such manner as to confer upon OPPD's customer-owners the benefits of a successful and profitable operation and conduct of its business. The Board of Directors operates under the provisions of the Nebraska Revised Statutes Chapter 70, Article 6, also known as the "Enabling Act."

- The Board of Directors shall:
 - In coordination with the President and Chief Executive Officer (CEO), identify and define the vision and mission of OPPD, and establish the strategic directives OPPD is to achieve, communicating them in the form of policy.
 - Monitor and measure OPPD's impacts as a result of the strategic direction policies.
 - Make certain decisions as designated by the Enabling Act or other statutes.
 - Appoint, evaluate and, when necessary, discharge the CEO.
- The CEO shall:
 - Lead, in coordination with the Board, the development and implementation of OPPD's vision, mission, and strategy.
 - Manage all operations and business affairs of OPPD, with a primary focus on leadership of the OPPD executive leadership team to implement OPPD strategic direction policies.
 - Communicate regularly and effectively with the Board on the business of OPPD.
 - Manage the implementation of systems and policies that enable OPPD to conduct its activities both lawfully and ethically.
 - Prepare and submit the Corporate Operating Plan to the Board for review and approval each year, and ensure all OPPD expenditures are within the authorized annual Corporate Operating Plan.
 - Make recommendations to the Board regarding the appointment of Vice Presidents.
 - Manage the appropriate organization and staffing of OPPD, and exercise the authority to hire and terminate staff and employees as necessary to enable OPPD to achieve all business

objectives.

- Attend meetings of the Board and report on the general affairs of OPPD.
- Ensure sufficient information is provided to the Board in order to make appropriate judgments or take any necessary actions.
- In coordination with the executive leadership team and outside general counsel, assess the principal risks of OPPD and take appropriate and necessary actions to monitor and manage these risks, and, when necessary, report risks to the Board.
- Communicate effectively with customer-owners, employees, government authorities, other stakeholders, and the public in general. The CEO shall assure, in cooperation and consultation with the Board, that OPPD is appropriately represented in the community.
- Perform other duties as may be delegated by the Board either by resolution or through the CEO's contract of employment.



Agenda

**OPPD BOARD OF DIRECTORS
REGULAR BOARD MEETING
Thursday, January 15 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 2025 Financial Report, December 2025 Meeting Minutes, and January 15, 2026 Agenda
7. Standing Committee Annual Reports for 2025 – Resolution No. 6xxx
8. Election of Board Officers – Resolution No. 6xxx
9. Board Standing Committee Assignments – Resolution No. 6xxx

Board Discussion Action Items

TBD

Other Items

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