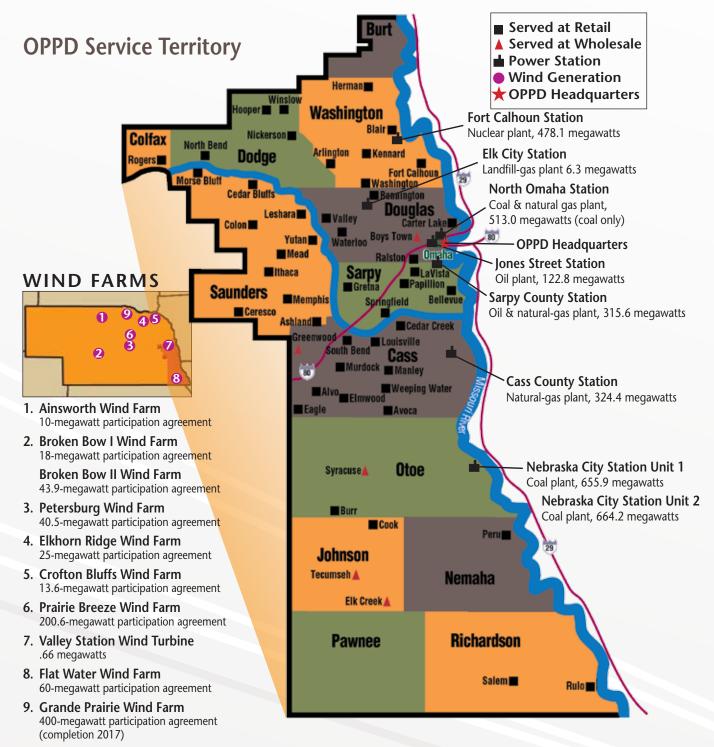
# POWERING THE FUTURE

2015 ANNUAL REPORT







## **About OPPD**

Omaha Public Power District is a publicly owned electric utility that serves an estimated population of 810,000 people, more than any other electric utility in the state of Nebraska.

Operating since 1946, the public utility is governed by an elected board of eight directors. While its headquarters is located in Omaha, Neb., OPPD has several other locations in its 13-county, 5,000-square-mile service area in southeast Nebraska.

The majority of OPPD's power comes from three baseload power facilities: North Omaha Station and Nebraska City Station, both coal-fired, and Fort Calhoun Station, a nuclear power unit. Additional energy comes from three peaking units and renewable energy resources, including wind turbines and landfill-gas units.



## On the cover

Helping power the future is OPPD's newly formed Innovation Team, from left, Matt Hardebeck, Andy Clark, Sujith Chemanghat and Althea McMickell.

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## Board Chair and CEO Message

President and CEO Timothy J. Burke (right)

with Board Chair Michael A. Mines.

The transition is underway. Tomorrow's OPPD will look far different than today's public utility. We are not alone – the energy industry as a whole is facing sweeping changes due to various factors, including increased regulations, low energy market prices and enhanced energy efficiency. The way we make, deliver and consume electricity is in a state of transition. And so are we.

For decades, OPPD used the same rate structure. With the technologies of tomorrow becoming clearer, that rate structure became outdated. So OPPD undertook a lengthy

stakeholder process that included qualitative research, community meetings held across our service area and hundreds of contacts with our customerowners. That input went into a modified residential rate structure that includes an increased service charge and lower energy usage charge that was approved by our Board of Directors and goes into effect this summer. These changes help ensure all customers contribute more equally in covering the costs of producing and distributing electricity, as well as maintaining our infrastructure. It also better positions OPPD to incorporate emerging technologies like smart grid and smart metering. Initial steps toward offering some of these technologies will begin in 2016, with about 9,000 residential customers involved in early-phase plans.

In 2015, OPPD issued a company-wide challenge that resulted in removing \$65 million from the budget. Doing so helped keep our average general

rate increase to 4 percent for 2016. Even with the increase, OPPD's rates remain almost 17 percent below the national average and 7 percent below the regional average. Many of these cost reductions are permanent, and new processes and innovations are being adopted throughout the utility to create a leaner and more efficient organization. Innovation is essential for an industry undergoing the unprecedented changes facing today's utilities. OPPD's response is an innovation initiative that will begin in 2016 and help foster an environment that embraces the transformative thinking needed going forward.

Lastly, in 2015, we said goodbye to one of the nuclear industry's most respected voices and leaders when W. Gary Gates retired after 42 years with OPPD, the last 11 as president and CEO. Gates also served on the executive committee for the Nuclear Energy Institute and the Institute of Nuclear Power Operations' Board of Directors. Gates retired from OPPD as the second-longest-serving CEO in company history. New President and CEO Timothy J. Burke, who has been with the utility for the past 18 years, leads a senior management team which, along with our Board of Directors, are focused on guiding OPPD through this transitional time in our industry.

Our vision is clear: "Leading the way we power the future." Powering the future is just what we will continue doing, focused on affordable, reliable and environmentally sensitive energy services for our customer-owners.

Timothy J. Burke
President and CEO

Michael A. Mines Chair of the Board

## **Board of Directors**



The OPPD Board of Directors includes, back row, from left, Thomas S. Barrett, Michael J. Cavanaugh, John K. Green and Rich L. Hurley. Front row, Tim W. Gay, Michael A. Mines, Fred J. Ulrich and Anne L. McGuire.

## Michael A. Mines

Chair of the Board Governmental Advisor

#### Tim W. Gay

Vice Chair of the Board Governmental Advisor

#### John K. Green

Treasurer

Attorney at Law

## Rich L. Hurley

Secretary Real Estate Broker

### Thomas S. Barrett

Board Member Attorney at Law, Real Estate Specialist

## Michael J. Cavanaugh

Board Member

Omaha Police Lieutenant (retired) Real Estate Investor – Manager

### Anne L. McGuire

Board Member

Nurse Educator (retired)

## Fred J. Ulrich

Board Member

Farmer, Cattle Rancher

## **Senior Management**



The OPPD senior management team includes, back row, from left, Lisa A. Olson, Jon T. Hansen, Timothy J. Burke, Mohamad I. Doghman and Kathleen W. Brown. Front row, Martha L. Sedky, Edward E. Easterlin, Shane M. Marik and Juli A. Comstock.

## Timothy J. Burke

President

Chief Executive Officer

### Edward E. Easterlin

Vice President – Financial Services Chief Financial Officer Assistant Treasurer, Assistant Secretary

### Kathleen W. Brown

Vice President – Information Technology Assistant Secretary

#### Juli A. Comstock

Vice President – Customer Service Assistant Secretary

## Mohamad I. Doghman

Vice President – Energy Delivery Chief Compliance Officer Assistant Secretary

### Jon T. Hansen

Vice President – Energy Production and Marketing Assistant Secretary

## Shane M. Marik

Site Vice President Chief Nuclear Officer

## Lisa A. Olson

Vice President – Public Affairs Assistant Secretary

### Martha L. Sedky

Division Manager - Human Resources

## **OPERATIONS REVIEW**

The Omaha Public Power District has proudly served the people of Omaha and the surrounding communities for nearly 70 years. Affordability, reliability and environmental sensitivity have been the hallmarks that our customers have counted on and they can continue to trust in, as we embrace a changing industry. At OPPD, we honor our past while powering the future.

## **LEADING THE WAY**WE POWER THE FUTURE



Change is never easy and it seldom comes without resistance. When OPPD completed an assessment of where it stood and where it needed to be, it was clear our longstanding rate structure was outdated. To meet the demands of the future, a new rate structure was developed that brings the basic monthly residential service charge up from the current \$10.25 to \$30 by 2019, while decreasing the usage rate by approximately 20 percent over that same period. OPPD is not alone, as other utilities are also looking at rate structure changes. It is a move that makes sense since the majority of OPPD's costs are fixed, including infrastructure and a large portion of related operating expenditures.

Change is also occurring in technology. This spring, OPPD is taking the first steps toward testing and implementing some aspects of smart grid technology in a



Turning trash into power. Since 2002, that's just what OPPD's Elk City Station has been doing. The station, located next to Pheasant Point – also known as the Douglas County landfill outside of Omaha – produces enough electricity to power nearly 4,000 homes a year. The station is a partnership with Waste Management of Nebraska Inc., and uses 93 extraction wells located in the landfill to turn gas, mostly methane and carbon dioxide, into electricity.

section of Omaha that can be vulnerable to weather-related outages. The first phases involve 9,000 residential customers in an older section of the city. This smart grid testing is just one way that OPPD is focused on the future.

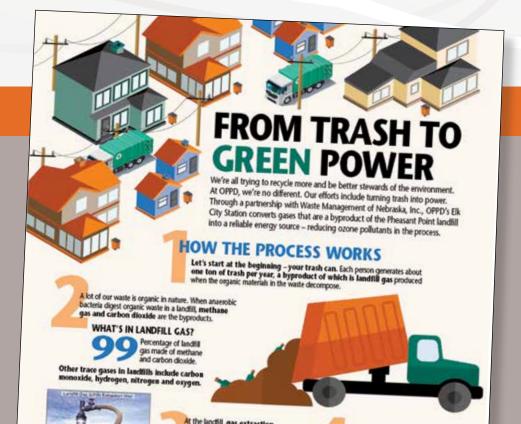
Another change is the amount of generation coming from renewable resources. We remain on track to achieve our commitment of providing at least 30 percent of retail energy sales from renewable sources by 2018. Construction of the Grande Prairie Wind Farm in Holt County will be finished in late 2016, with commercial operation beginning in 2017. OPPD will purchase all the wind energy produced by the 400-megawatt wind farm.

Along with the commitment to wind energy, OPPD is implementing demand-side management programs to help manage peak-load requirements. OPPD's goal is to have approximately 300 megawatts of demand-side management programs in place by 2023, the equivalent of about 75,000 average residential customers during peak times.



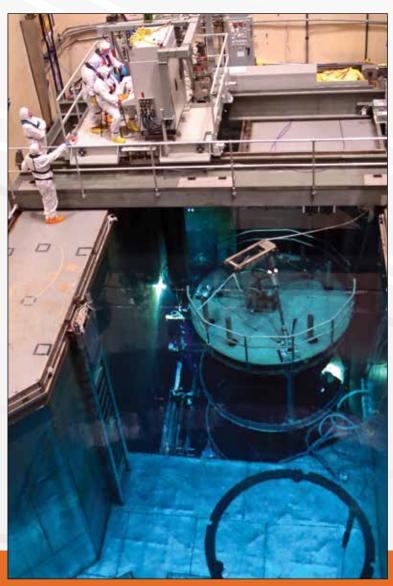
OPPD started taking the first steps into smart grid technology in 2015 by testing equipment that will be put to use in 2016.

The Flat Water Wind Farm, far left, in southeast Nebraska, is part of OPPD's commitment to renewable energy sources. OPPD's future plans call for at least 30 percent of retail energy sales to come from renewable sources by 2018.



OPPD's partnership with Waste Management of Nebraska Inc. helps turn trash into power. This infographic illustrates that process and can be found at oppdthewire.com.

## LEADING THE WAY ENVIRONMENTALLY



Fort Calhoun Station was returned to normal regulatory oversight by the U.S. Nuclear Regulatory Commission in 2015, just before the station's 27th refueling outage. The outage was the first since Exelon Generation began providing operational and managerial support services for the station. A number of large-scale tasks were completed, including construction of a new steel reactor vessel head stand, a key first step in the station's Containment Internal Structures project.

Work began in 2015 on OPPD's bold generation plan that includes retiring three of its oldest coal-fired generating units, retrofitting other units with additional emissions controls and converting two units to natural gas by 2023. Silos that hold dry sorbent and activated carbon for injection into flue gas streams were erected at North Omaha and Nebraska City generating stations. The work ensures OPPD is in compliance with acid gas and mercury emissions limits established by the Mercury and Air Toxics Standards adopted by the Environmental Protection Agency.

## FALCONS IN THE FAMILY

A family of peregrine falcons made North Omaha Station its home in 2015. In late spring, three chicks were visible from the falcon box, which had been placed atop one of the unit's stacks. Jon Hansen, vice president of Energy Production and Marketing, had the box installed in 2004 after seeing one in use at a Minnesota power station. The father of the chicks, "Clark," was a falcon born at the state capitol building in Lincoln in 2012. A naming contest was held on OPPD's Facebook page, and the chicks were dubbed "Tesla," "Edison" and "Einstein."



Fort Calhoun Station, left, underwent its 27th refueling outage in the spring and the station returned to normal regulatory oversight right before the outage. Sarpy County Station Unit 3, above, underwent its first major turbine overhaul. The company's generation portfolio is changing and the various generation options, like the peaking station, help maintain a diverse fuel mix.





## LEADING THE WAY RELIABILITY

Reliability is something we take very seriously at OPPD; in fact, it is part of our mission. OPPD's reliability scores have always been a point of pride, but in 2015, the way we measure ourselves – System Average Interruption Duration Index, which is the total minutes of interruptions for a year divided by the number of customers – was among our best ever. Our 60-minute average puts OPPD in the top 15 percent nationally. OPPD is continually monitoring and making

HEEDING THE CALL



improvements to approximately 240,000 wood distribution poles through the utility's Ground Line Inspection and Treatment (GLIT) program, which helps ensure reliability.

Work also continues on transmission expansion projects being undertaken as part of the Southwest Power Pool regional transmission organization. Construction is underway on the Midwest Transmission Project, a partnership with Kansas City Power & Light, creating a new transmission interconnection between OPPD and Kansas City Power & Light. A second project, the Elkhorn River Valley Transmission Project, will enhance reliability in the northern part of OPPD's service territory. The final route was announced in 2015.

At left, OPPD Line Technicians Cody Woodworth and Jason Cavanaugh replace a wood distribution pole through the GLIT program. At right, Line Maintenance Tech Gary Wohlman photographs a pole as he gathers information to help crews locate poles to be replaced.





Mississippi native Bill Watkins felt compelled to call OPPD on the week marking the 10th anniversary of Hurricane Katrina to thank crews who traveled to the area to help restore power in the days and weeks after the storm. OPPD crews worked 16-hour days alongside other utilities from across the country in the rebuilding efforts. Transmission & Distribution Field Supervisor Paul Oddo said the devastation was unlike anything he'd ever seen, and hopes to never see it again. But the rebuilding effort was awe-inspiring. OPPD continues to participate in mutual aid efforts.

A group of OPPD workers, left, traveled to Mississippi and Louisiana in 2005 to help restore power after Hurricane Katrina struck.

## LEADING THE WAY ENGAGEMENT

OPPD ramped up communication efforts with the community in 2015. As a public utility, transparency is at the forefront of OPPD's communications. Starting in September, the Board of Directors' monthly meetings were made available for viewing through live webcasts. Shortly after his selection as president and CEO, Timothy J. Burke held a series of informal meetings with public officials around the district to listen to their thoughts regarding OPPD.

When faced with big decisions, OPPD reaches out to its customers. Before developing a generation portfolio that includes a larger commitment to renewable energy sources, OPPD conducted a stakeholder process to collect customer-owner input. OPPD did so again in 2015, holding another stakeholder process to help develop a new rate structure, which goes into effect later this year.

The addition of a content marketing website has played a big part in OPPD's communication and transparency efforts. *The Wire* offers a wide range of stories concerning OPPD, its people and projects, and the issues surrounding the energy industry. The site features written stories, videos and infographics for customers, members of the media and others in the utility industry.



## SHARING OUR STORY

The Storm & Outage Center, which is linked on *The Wire*, oppdthewire.com, has become the go-to source for the public and media for information about outages in the area, reliability and electric safety. With safety tips, weather maps, photo galleries and interactive polls, the Storm & Outage Center is more than just a place to find information about weather-related power outages. The site, *stormandoutage.com*, available on mobile devices, has reduced the number of outage and weather-related media contacts by 25 percent when compared to the previous three years before the site was launched.



OPPD initiated another stakeholder process and sought input from customer-owners in crafting a new rate structure. A similar process was used in 2014 when OPPD created a new generation portfolio.



## **Statistics (Unaudited)**

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Gross Utility Plant (at year end) (in they condo of dellers)	5,574,941	5,395,489	5,288,168	5,187,395	5,027,093	4,865,417	4,678,449	4,561,815	4,259,501	4,166,997
(in thousands of dollars)  Total Indebtedness	5,574,941	3,393,469	3,200,100	3,107,393	3,027,093	4,005,417	4,070,449	4,301,613	4,239,301	4,100,997
(at year end) (in thousands of dollars)	2,256,348	2,224,843	2,267,277	2,296,305	2,085,540	2,011,969	1,937,704	1,902,403	1,866,472	1,565,807
Operating Revenues (in thousands of dollars) Residential	383,051	379,986	385,171	362,105	337,053	335,294	292,887	271,935	267,042	249,174
Commercial	315,079 201,805	311,917 207,649	306,719 213,742	292,296 197,225	274,102 186,417	284,400 164,621	265,668 139,865	238,496 109,827	228,060 100,239	213,314 94,109
Off-System Sales FPPA Revenue Unbilled Revenues	195,512 (19,166) (976)	223,055 (20,147) (1,800)	118,268 15,169 4,490	123,191 (3,237) 4,517	159,732 35,345 (4,239)	184,374 269 1,232	158,354 — 7,449	127,676 — 3,391	110,399 — 1,742	96,500 — 2,527
Provision for Rate Stabilization Provision for Debt Retirement.	25,000	(4,000)	17,000	17,000	24,000	(13,000)	13,000	20,000	27,000	(15,000)
Other Electric Revenues Total	30,930 1,131,235	29,798 1,126,458	29,654 1,090,213	54,900 1,047,997	29,352 1,041,762	29,160 986,350	22,743 899,966	16,648 787,973	15,771 750,253	36,204 676,828
Operations & Maintenance Expenses (in thousands of dollars)	839,988	832,519	796,104	770,073	789,516	720,957	653,993	561,396	508,524	461,101
Payments in Lieu of Taxes (in thousands of dollars)	32,241	31,651	31,827	30,094	28,217	27,851	24,810	22,426	21,398	20,241
Net Operating Revenues before Depreciation, Amortization										
and Decommissioning (in thousands of dollars)	259,006	262,288	262,282	247,830	224,029	237,542	221,163	204,151	220,331	195,486
Net Income (in thousands of dollars)	34,273	51,925	55,276	54,829	54,440	40,047	46,557	79,186	89,489	84,290
Energy Sales (in megawatt-hours) Residential	3,470,523	3,559,978	3,607,439	3,595,316	3,602,973	3,644,400	3,361,672	3,486,858	3,546,116	3,374,053
Commercial	3,630,557 3,301,175	3,638,193 3,500,977	3,561,707 3,606,611	3,492,745 3,670,346	3,481,459 3,698,719	3,777,092 3,427,710	3,672,982 3,039,396	3,758,853 2,877,282	3,750,634 2,759,087	3,577,436 2,664,743
Off-System Sales Unbilled Sales Total	7,840,683 (26,640) 18,216,298	7,694,203 (39,493) 18,353,858	3,925,574 26,221 14,727,552	3,671,978 28,558 14,458,943	4,631,175 (85,917) 15,328,409	5,552,645 (24,109) 16,377,738	5,534,803 74,416 15,683,269	3,003,888 50,374 13,177,255	2,858,004 13,858 12,927,699	2,486,483 9,628 12,112,343
Number of Customers	,,	,,	,, ,,	- 1, 10 0,5 10	,,	,,,	,,	,,	,,	,,
(average per year) Residential Commercial	319,501 45,104	315,705 44,785	311,921 44,221	308,516 43,589	308,412 43,564	303,374 43,225	299,813 43,134	296,648 42,867	293,642 42,214	289,713 41,488
Industrial Off-System Total	174 11 364,790	177 15 360,682	193 33 356,368	210 35 352,350	206 41 352,223	154 38 346,791	151 34 343,132	142 32 339,689	134 35 336,025	132 37 331,370
Cents Per kWh (average)	,							•		
Residential	11.07 8.69 6.12	10.68 8.57 5.94	10.68 8.61 5.96	10.12 8.40 5.38	9.37 7.89 5.05	9.22 7.54 4.83	8.77 7.29 4.62	7.82 6.36 3.82	7.51 6.07 3.64	7.40 5.99 3.55
RetailGenerating Capability	8.66	8.42	8.43	7.94	7.42	7.26	6.96	6.13	5.93	5.81
(at year end) (in megawatts)	3,080.3	3,232.1	3,237.0	3,208.8	3,222.7	3,224.7	3,223.9	2,548.8	2,548.8	2,544.1
System Peak Load (in megawatts)	2,315.1	2,291.1	2,339.4	2,451.6	2,468.3	2,402.8	2,316.4	2,181.1	2,197.4	2,271.9
Net System Requirements (in megawatt-hours)	1,5,200,000	16.212.001	12 200 542	12.055.200	12 007 712	15.050.512	15.062.002	10 477 022	10.074.660	11 241 027
Generated Purchased and Net Interchanged	15,399,002 (4,488,016)	16,212,801 (5,026,318)	13,209,542 (1,819,871)	12,855,389 (1,529,643)	13,807,712 (2,576,167)	15,870,513 (4,428,059)	15,263,983 (4,627,627)	12,477,032 (1,864,214)	12,274,660 (1,738,833)	11,341,827 (1,268,780)
Net	10,910,986	11,186,483	11,389,671	11,325,746	11,231,545	11,442,454	10,636,356	10,612,818	10,535,827	10,073,047

## **Investor Relations and Corporate Information**

## **Corporate Headquarters**

Energy Plaza 444 South 16th Street Mall Omaha, Nebraska 68102-2247 402-636-2000 oppd.com

## **General Counsel**

Fraser Stryker PC LLO Omaha, Nebraska

## **Financial Advisor**

Barclays Capital Inc. New York, New York

## **Consulting Engineer**

NewGen Strategies & Solutions Lakewood, Colorado

## **Independent Auditors**

Deloitte & Touche LLP Omaha, Nebraska

### **Bond Counsel**

Kutak Rock LLP Omaha, Nebraska

## **Commercial Paper Holders**

Issuing and Paying Agent
The Bank of New York Mellon Trust
Company, N.A.
New York, New York

## Senior, Subordinate and Separate System Bondholders

You may contact OPPD with questions about OPPD debt at:

Finance & Investor Relations Omaha Public Power District 444 South 16th Street Mall Omaha, Nebraska 68102-2247 Email: finfo@oppd.com 402-636-3286

The Trustee and Paying Agent on OPPD's Senior Lien Debt, Subordinated Revenue Bonds and Separate System Revenue Bonds is The Bank of New York Mellon Trust Company, N.A. You may contact The Bank of New York Mellon Trust Company, N.A. directly at:

The Bank of New York Mellon Trust Company, N.A. Global Corporate Trust 2 North LaSalle Street, Suite 1020 Chicago, Illinois 60602

Email: corporate.bond.research@bnymellon.com Bondholder Communications: 800-254-2826

## **OPPD Minibond Holders**

OPPD is the Paying Agent, Transfer Agent and Registrar on OPPD's Minibonds. OPPD Minibond Administration provides information and assistance to Minibond holders regarding:

- Interest Payments
   Interest on Current Interest-Bearing Minibonds is paid on April 1 and October 1 each year.
- Ownership Transfer
   Minibond Transfer Information Forms can be obtained via oppd.com or by contacting the Minibond Administrator. (See below.)
- Optional Early Redemption
- Replacement of Lost Minibond Certificate

## **Minibond Administrator**

You may contact the Minibond Administrator at:

Minibond Administrator Omaha Public Power District 444 South 16th Street Mall Omaha, Nebraska 68102-2247 Email: minibonds@oppd.com Omaha, Nebraska, area: 402-63

Omaha, Nebraska, area: 402-636-3286 Outstate Nebraska: 800-428-5584

## **Available Financial Information**

In compliance with Securities and Exchange Commission Rule 15c2-12, information regarding OPPD is available through the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System. Copies of its most recent annual reports, interim reports and official statements also are available upon request at finfo@oppd.com or at the following address:

Finance Division Omaha Public Power District 444 South 16th Street Mall Omaha, Nebraska 68102-2247

Financial information in the annual report also is available at **oppd.com** 

Energy Plaza 444 South 16th Street Mall Omaha, Nebraska 68102

