OPPD BOARD OF DIRECTORS

BOARD MEETING MINUTES

September 16, 2021

The regular meeting of the Board of Directors of the Omaha Public Power District (“OPPD” or “District”) was held at the Omaha Douglas Civic Center, Legislative Chamber, 1819 Farnam Street, Omaha, Nebraska, and via Webex audio and video conference, on Thursday, September 16, 2021 at 5:00 p.m.

Present in person at the Omaha Douglas Civic Center were Directors M. J. Cavanaugh, S. E. Howard, J. M. Mollhoff, C. C. Moody, M. G. Spurgeon, E. H. Williams and R. M. Yoder. Also present in person were L. J. Fernandez, President and Chief Executive Officer, S. M. Bruckner, General Counsel for the District, M. F. Hinners, Senior Corporate Governance Specialist, and other members of the OPPD Board meeting logistics support staff. Vice Chair E. H. Williams presided as Chair of the meeting and M. F. Hinners recorded the minutes. Members of the senior management team present via Webex conferencing were: K. W. Brown, J. A. Comstock, S. M. Focht, K. S. McCormick, L. A. Olson, M. L. Sedky, and T. R. Via. Additionally, approximately 20 attendees, consisting of OPPD employees and members of the public, were in attendance via Webex. One member of the public and a few OPPD employees were present in person.

Board Agenda Item 1: Chair Opening Statement

Vice Chair Williams gave a brief opening statement, including reminders for using the Webex audio and video conferencing platform.

Board Agenda Item 2: Safety Briefing

J. D. Clark, Manager Protective Services, provided the safety briefing, including emergency evacuation procedures for the Omaha Douglas Civic Center. President Fernandez reminded everyone to follow the “3Ws” during the COVID-19 pandemic – Watch your distance; Wear a mask; and Wash your hands. He also reminded the public to call 811 before digging so that underground utilities can be marked.

Board Agenda Item 3: Guidelines for Participation

Vice Chair Williams then presented the guidelines for the conduct of the meeting and instructions on the public comment process using Webex audio and video conferencing features and in the room.

Board Agenda Item 4: Roll Call

Ms. Hinners took roll call of the Board. All members, except Chair A. E. Bogner, were present.
Board Agenda Item 5: Announcement regarding public notice of meeting

Ms. Hinners read the following:

“Notice of the time and place of this meeting was publicized by notifying the area news media; by publicizing same in the Outlets newsletter and on OPPD.com; by displaying such notice on the Arcade Level of Energy Plaza since September 10, 2021; and by e-mailing such notice to each of the District’s Directors on that same date.

A copy of the proposed agenda for this meeting has been maintained, on a current basis, and is readily available for public inspection in the office of the District’s Corporate Secretary.

Additionally, a copy of the Open Meetings Act is available for inspection on oppd.com and in this meeting room.”

Board Consent Action Items:

Item 6. Approval of the July 2021 Comprehensive Financial and Operating Report, August 2021 Meeting Minutes and the September 16, 2021 Agenda

Item 7. SD-10: Ethics Monitoring Report – Resolution No. 6459

It was moved and seconded that the Board approve the consent agenda items.

Vice Chair Williams noted the Board discussed the action items during the All Committees meeting held on Tuesday, September 14, 2021.

Vice Chair Williams then asked if any members of the public attending via Webex conferencing or in person had any comments on the consent agenda items. There was no comment from the public in attendance at the meeting.

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

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**Board Agenda Item 8: Appointment of Troy R. Via as Chief Operating Officer and Vice President – Utility Operations and Compensation Adjustment – Resolution No. 6460**

Ms. Hinnners read the following:

> “NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the compensation adjustment for the corporate officer, Troy R. Via, as set forth on the Exhibit A attached hereto, be and hereby is approved.”

It was moved and seconded that the Board approve this action item.

Director Moody explained the Governance Committee and Board reviewed and discussed the recommendation to appoint T. R. Via, current Vice President of Energy Delivery, to Chief Operating Officer and Vice President – Utility Operations. He expressed his support for this resolution and requested President Fernandez to provide the Board and public background for this recommendation.

President Fernandez reminded the Board that M. J. Fisher, current Vice President of Energy Production and Nuclear Decommissioning, announced his retirement from the District, effective October 31, 2021. President Fernandez explained the creation of this new Chief Operating Officer role and consolidation of the Energy Delivery and Energy Production and Nuclear Decommissioning business units would better position the District to execute upon the numerous strategic directives and initiatives that are in progress. He noted several complex projects, including: (i) the continued decommissioning of Fort Calhoun Station; (ii) the future retirements of generating units 1, 2 and 3 in North Omaha and the conversion of units 3 and 4 to natural gas; (iii) the construction of two new peaking stations for the Power with Purpose project; and (iv) 40 to 50 miles of high voltage transmission lines.

As Chief Operating Officer and Vice President Utility Operations, Mr. Via will provide overall leadership, strategic planning and long term objectives for OPPD’s energy production, energy resources, transmission, and distribution operations, and also will oversee the ongoing decommissioning of the Fort Calhoun nuclear power station. The role will oversee the main energy operational capabilities to ensure OPPD’s continued commitment to affordable, reliable, and environmentally sensitive energy solutions.

President Fernandez further explained that the expanded scope of responsibilities for the new Chief Operating Officer role relative to the Vice President of Energy Delivery role results in higher pricing in the market and substantiates the compensation adjustment reflected in Exhibit A of the resolution.

Director Moody expressed his support for the recommended appointment and salary adjustment.

Director Cavanaugh expressed his support for the resolution and noted that Mr. Via would oversee the largest business unit at OPPD.

Vice Chair Williams also expressed his support for the resolution.
Vice Chair Williams then asked if any members of the public attending via Webex conferencing or in person had any comments. There was no comment from the public in attendance at the meeting.

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

**Board Agenda Item 9: 2021 Expenditure Approval Increase – Resolution No. 6461**

Ms. Hinners read the following:

> “NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Omaha Public Power District hereby approves the 2021 revised Corporate Operating Plan expenditure amount of $1,738.1 million.”

It was moved and seconded that the Board approve this action item.

Director Yoder explained there were several unique events that necessitated an increase in the approved 2021 expenditures amount. He asked President Fernandez to provide the Board and public background on the recommendation.

President Fernandez explained several events caused the District to spend more than was originally approved by the Board in the 2021 Corporate Operating Plan, including: (i) the February polar vortex weather event; (ii) the historic July storm that caused outages for half of OPPD’s customers; (iii) increased capital expenditures related to the Power with Purpose generation resource project; and (iv) the accelerated completion of certain Fort Calhoun Station decommissioning work. President Fernandez emphasized OPPD does not expect these 2021 events to result in a rate change in 2021.

Vice Chair Williams then asked if any members of the public attending via Webex conferencing or in person had any comments. There was no comment from the public in attendance at the meeting.

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

**Board Agenda Item 10: President’s Report**

President Fernandez presented the following information:

- August Baseload Generation
- August Peaking Generation
- August Renewables
- Public Power Week, October 3 – 9
- OPPD Selected by Site Selection magazine as one of the Top 20 utilities in economic development for the fifth consecutive year
- Honor Our Community activities and events
- In Memoriam
Board Agenda Item 11: Opportunity for comment on other items of District Business

Vice Chair Williams asked for comments from the public on other items of District business.

Mr. John Pollack, 1412 N. 35th Street, provided a weather update and expressed appreciation for the polar vortex after action review.

Mr. David D. Begley, 4611 S. 96th Street, presented two articles related to renewable energy resources in Europe and a proposed resolution to the Board regarding rates, which are attached to these minutes.

Mr. David Corbin, 1002 N. 49th Street, representing the Nebraska Sierra Club, commented upon Iowa’s low electricity rates and use of wind generation.

There was no additional comment from the public in attendance at the meeting.

There being no further business, the meeting adjourned at 5:43 p.m.

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

M. F. Hinners
Assistant Secretary of the Meeting