



Bogner/Purnell

RESOLUTION NO. 6728

WHEREAS, the Board of Directors has determined it is in the best interest of the District, its employees, and its customer owners to establish written policies that describe and document OPPD's corporate governance principles and procedures; and

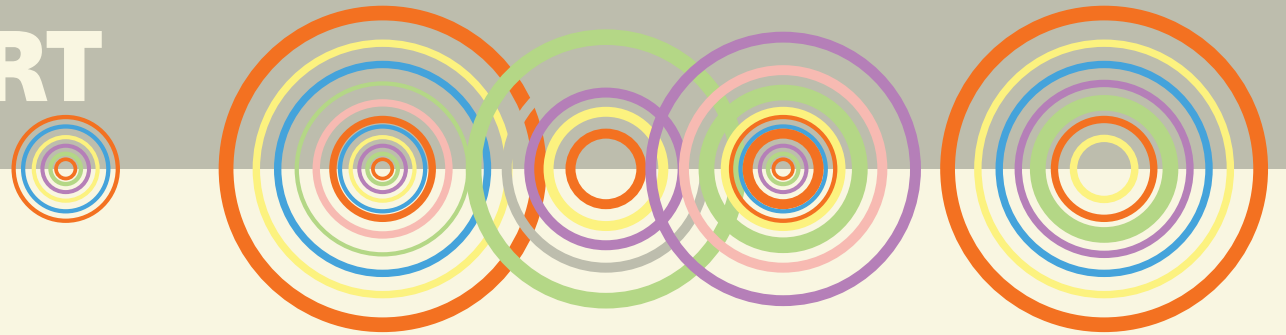
WHEREAS, each policy was evaluated and assigned to the appropriate Board Committee for oversight of the monitoring process; and

WHEREAS, the Board's Risk Committee (the "Committee") is responsible for evaluating Board Policy SD-10: Ethics on an annual basis, and the Committee has reviewed the 2025 SD-10: Ethics Monitoring Report.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Omaha Public Power District accepts the 2025 SD-10: Ethics Monitoring Report, in the form as set forth on Exhibit A attached hereto and made a part hereof, and finds OPPD to be sufficiently in compliance with the policy as stated.

SD-10: ETHICS RISK COMMITTEE MONITORING REPORT

➤ 9.16.25 ➤



McKell Purnell
Vice President Human Capital



SD-10: ETHICS

It is essential that OPPD maintain the public trust and confidence in the integrity and ethical conduct of its Board of Directors and the OPPD employees. Therefore, to ensure the public interest is paramount in all official conduct, the Board shall adopt and update, as necessary, a Code of Ethics and Business Conduct (the “Code”). OPPD shall also maintain and enforce a code of conduct applicable to all employees.

Among other things, the Code shall:

- Require high ethical standards in all aspects of official conduct;
- Establish clear guidelines for ethical standards and conduct by setting forth those acts that may be incompatible with the best interests of OPPD and the public;
- Require disclosure and reporting of potential conflicts of interests; and
- Provide a process for: (i) reporting suspected violations of the Code and policies; (ii) investigating suspected violations of the Code and policies; and, (iii) providing an annual report to the Board

ESTABLISH CLEAR GUIDELINES FOR ETHICAL STANDARDS AND CONDUCT

Board of Directors	Employees
<ul style="list-style-type: none">• Conflicts of Interest<ul style="list-style-type: none">• Improper Conduct and Activities• Compensation from non-Company Sources• Personal Use of Company Assets• Corporate Opportunities• Gifts• Business Courtesies• Confidentiality• Compliance	<ul style="list-style-type: none">• Laws, Regulations, and Personal Conduct• Accuracy of District Records, Reports and Communications• Use of Assets• Use of Company Communication Systems and Property• Confidentiality and Disclosure of Information• Current and Potential Relationships with Supplier• Travel and lodging for Business/Trade Organizations• Employee and Customer Relations• Political Office, Government Relations, and Public Service• Conflicts of Interest• Purchase and Sales of Goods and Services• Fraudulent Activities• Retention of OPPD Records• Reporting Violations

PROVIDE A PROCESS FOR: (I) REPORTING SUSPECTED VIOLATIONS OF THE CODE AND POLICIES; (II) INVESTIGATING SUSPECTED VIOLATIONS OF THE CODE AND POLICIES; AND (III) PROVIDING AN ANNUAL REPORT TO THE BOARD

Board of Directors

1. Communicate violations promptly to the Chair of the Governance Committee
2. Potential violations investigated by the Governance Committee, or the person designated (legal counsel)
3. Appropriate actions taken
4. Report annually to the Board

No allegations were reported for the previous 12-month period.

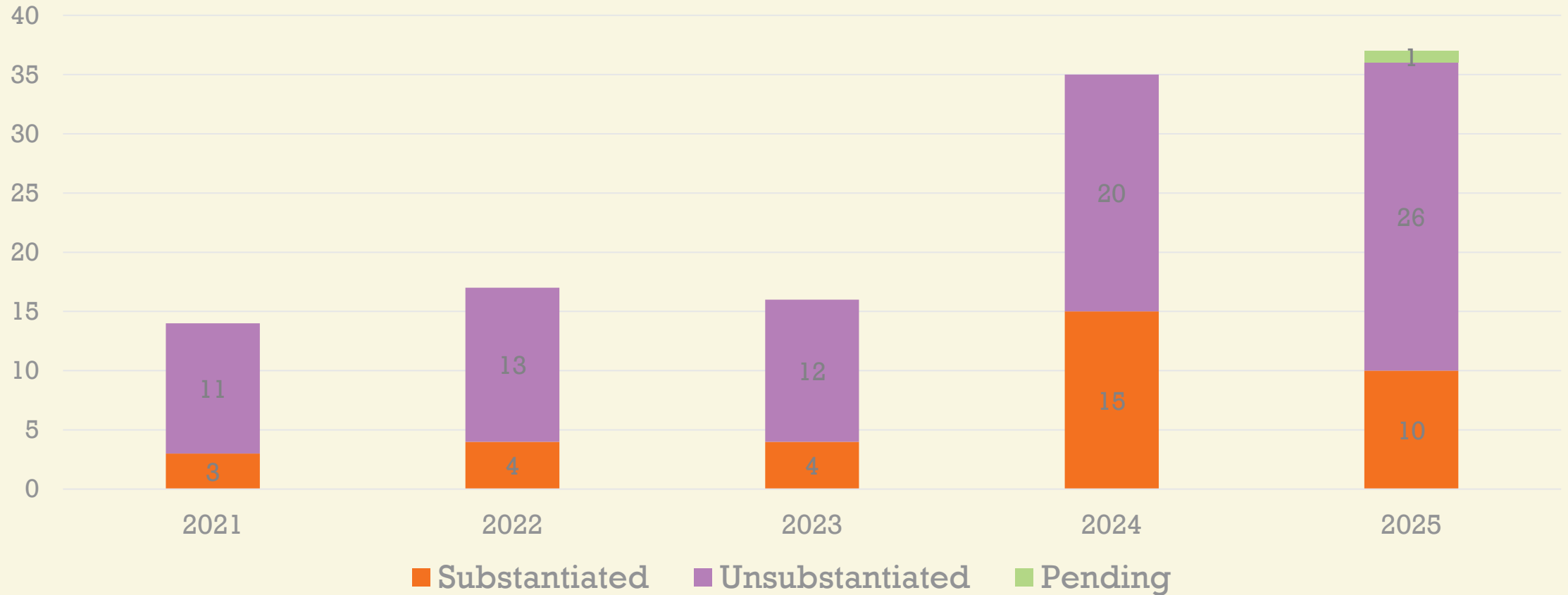
Employees

1. Report anonymously through 3rd Party (Ethics Point)
2. Report through Human Capital
3. Investigated by the appropriate parties
4. Appropriate actions taken
5. Reported annually to the Board

37 reported for the previous 12-month period – 36 investigated and appropriate action taken; 1 pending investigation.

SUMMARY OF ETHICSPPOINT REPORTS

DISPOSITION OF ALLEGATIONS



SUMMARY OF ETHICSPPOINT REPORTS

CATEGORY OF ALLEGATIONS 2021 – 2025





The chart displays the frequency of various incident types over a five-year period. The 'Total' bar at the top represents the aggregate of all incidents from 2021 to 2025. The individual bars for each year show the distribution of incident types for that specific year. The incident types are color-coded according to the legend on the right.

Year	Accounting & Auditing Matters (Errors, Misrepresentations, and Omissions)	Accounting, Auditing and Internal Financial Controls	Conflict of Interest	Discrimination	Employee Business Expense/Payroll Violations	Environmental Protection, Health or Safety Violations	Facility Access Controls/Security	Harassment	Improper Management Practices	Improper Supplier to Contractor Activity/Bribery	Inquiry	Nepotism	Offensive or Inappropriate Communication	Other	Retaliation	Sexual Harassment	Substance Abuse/Fitness for Duty	Theft	Unauthorized/Fraudulent Use of Company Facilities and Equipment	Unsafe Working Conditions	Violation of Policy	Violence or Threat
2021	0	0	0	2	0	0	0	1	1	0	0	0	0	2	0	0	0	0	0	1	0	0
2022	0	0	0	3	0	0	0	0	2	0	1	0	0	2	0	0	0	0	0	1	0	0
2023	1	0	0	2	0	0	0	0	1	0	0	0	0	2	0	0	0	0	0	1	0	0
2024	0	0	0	5	0	0	1	1	2	0	2	0	1	3	1	0	0	0	0	0	1	0
2025	0	0	0	8	0	0	0	0	2	0	2	1	1	2	0	0	0	0	0	0	1	0
Total	1	0	0	18	0	0	1	2	7	0	5	1	2	10	1	0	0	0	0	2	2	0

SUMMARY OF ETHICSPPOINT REPORTS

CATEGORY OF ALLEGATIONS 2021 – 2025

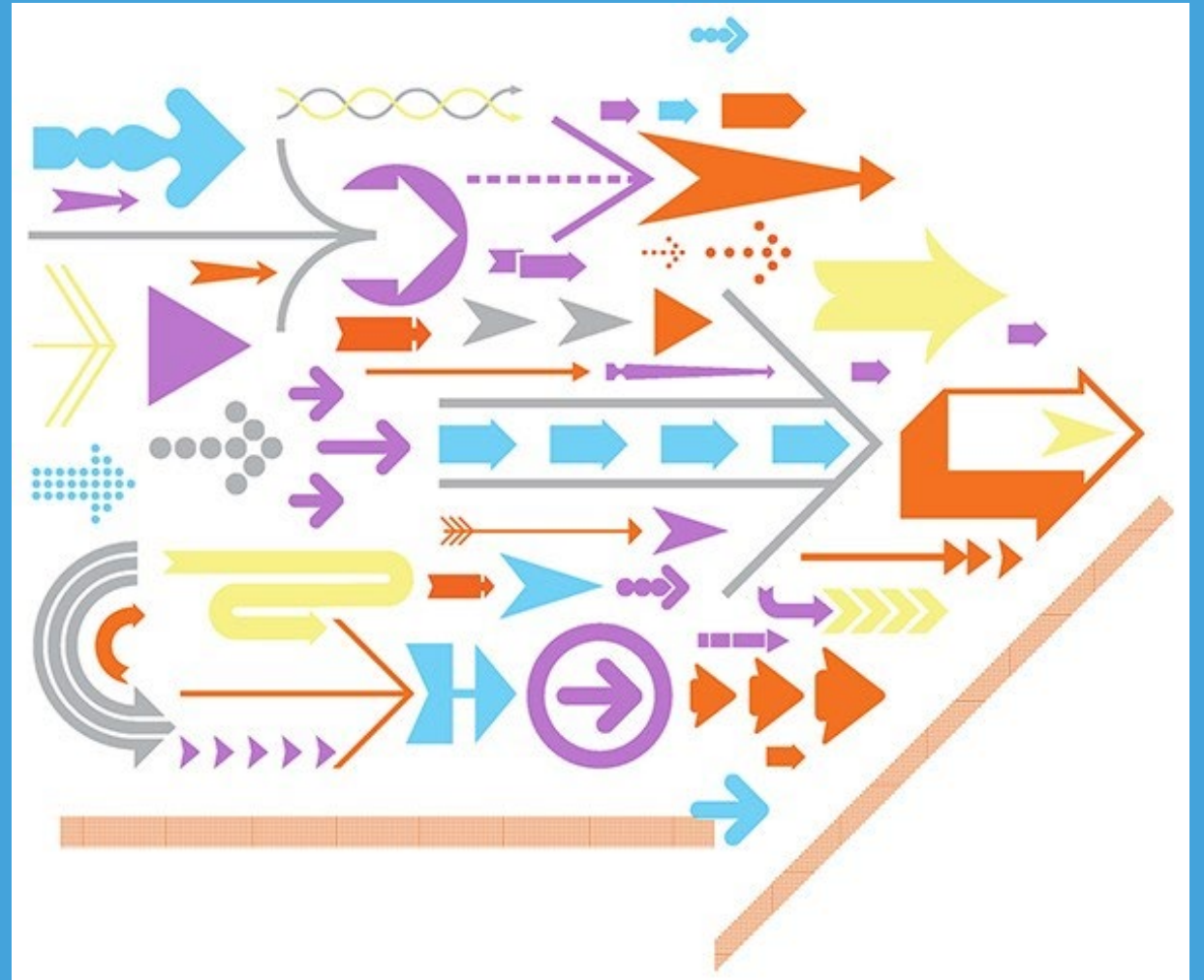
	2021	2022	2023	2024	2025	Total
Accounting & Auditing Matters (Errors, Misrepresentations, and Omissions)	0	0	1	0	0	1
Accounting, Auditing and Internal Financial Controls	0	0	0	1	1	2
Conflict of Interest	0	0	0	1	1	2
Discrimination	2	3	2	6	11	24
Employee Business Expense/Payroll Violations	0	0	0	0	1	1
Environmental Protection, Health or Safety Violations	0	0	0	0	1	1
Facility Access Controls/Security	0	0	0	2	0	2
Harassment	1	0	0	2	1	4
Improper Management Practices	1	5	1	4	5	16
Improper Supplier to Contractor Activity/Bribery	1	0	0	1	0	2
Inquiry	1	2	1	3	5	12
Nepotism	1	1	1	0	1	4
Offensive or Inappropriate Communication	2	0	3	3	2	10
Other	3	3	3	6	4	19
Retaliation	0	1	0	3	0	4
Sexual Harassment	0	0	0	1	0	1
Substance Abuse/Fitness for Duty	0	0	1	0	1	2
Theft	1	1	0	0	0	2
Unauthorized/Fraudulent Use of Company Facilities and Equipment	0	1	0	0	0	1
Unsafe Working Conditions	0	0	0	0	1	1
Violation of Policy	1	0	2	2	2	7
Violence or Threat	0	0	1	0	0	1
Total by Year	14	17	16	35	37	119

RECOMMENDATION

The Risk Committee has reviewed and accepted this Monitoring Report for SD-10 and recommends that the Board finds OPPD to be sufficiently in compliance with Board Policy SD-10.

Any reflections on

➤ what has been accomplished, challenges and/or strategic implications?





Board Action

September 16, 2025

ITEM

SD-10: Ethics Monitoring Report

PURPOSE

To ensure full board review, discussion, and acceptance of the 2025 SD-10: Ethics Monitoring Report.

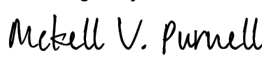
FACTS

- a. The first group of Board policies was approved by the Board on July 16, 2015. A second group of Board policies was approved by the Board on October 15, 2015.
- b. Each policy was evaluated and assigned to the appropriate Board Committee for oversight of the monitoring process.
- c. The Risk Committee is responsible for evaluating Board Policy SD-10: Ethics.
- d. The Risk Committee has reviewed the SD-10: Ethics Monitoring Report and is recommending that OPPD be found to be sufficiently in compliance with the policy as stated.


ACTION

The Risk Committee recommends Board approval of the 2025 SD-10: Ethics Monitoring Report.

RECOMMENDED:

DocuSigned by:

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McKell V. Purnell
Vice President – Human Capital

APPROVED FOR BOARD CONSIDERATION:

Signed by:

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L. Javier Fernandez
President and Chief Executive Officer

Attachments:

Exhibit A – SD-10: Ethics Monitoring Report
Resolution