



OPPDP BOARD OF DIRECTORS

ALL COMMITTEE MEETING MINUTES

February 18, 2021

The regular committee meetings of the Board of Directors of the Omaha Public Power District ("OPPDP" or "District") was held via Webex audio and video conference on Thursday, February 18, 2021 at 1:00 p.m.

Present via Webex conferencing were Directors A. E. Bogner, M. J. Cavanaugh, S. E. Howard, J. M. Mollhoff, C. C. Moody, M. G. Spurgeon, E. H. Williams and R. M. Yoder. Also present via Webex were T. J. Burke, President and Chief Executive Officer, and Mr. S. M. Bruckner, General Counsel for the District. Chair A. E. Bogner presided and M. F. Hinnners, Senior Corporate Governance Specialist, recorded the minutes. M. L. Sedky, Vice President – Human Capital and members of the OPPDP board meeting logistics staff also were present via Webex conferencing.

Committee Agenda Item 1: Board Chair Opening Statement

Chair Bogner gave a brief opening statement, including an announcement regarding public notice of meeting and reminders for using the Webex audio and video conferencing platform. She noted the Board would conduct a closed session to discuss an update on executive development.

Committee Agenda Item 2: Closed Session

At 1:02 p.m., it was moved by Director Moody that the Board go into Closed Session. Director Moody stated as follows:

"I move that the Board go into closed session at this time (1:02 p.m.) to discuss an update on Executive Development. A closed session is necessary because the discussion will involve competitive and confidential compensation and retention information, as well as performance evaluation information relating to the executives, and a closed session discussion is necessary to prevent needless injury to reputations."

The motion was seconded by Director Cavanaugh.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes; Yoder – Yes. The motion carried (8-0).

Chair Bogner read the following:

All Committee Minutes
February 18, 2021
Page 2

“The motion to go into closed session has passed. This closed session will be limited to discussion regarding an Executive Development update. No votes or other action will be taken.”

After confirming the Board members, President Burke, M. L. Sedky, S. M. Bruckner, General Counsel, and M. F. Hinnners were present, the Webex Event was locked to prevent additional attendees from joining the closed session. Thereafter, the Board conducted its closed session discussion on executive development.

The Board took a break at 1:55 p.m. No further business was discussed. The Webex Event was unlocked to allow members of the public and OPPD staff to join the meeting. Senior management team members K. W. Brown, J. A. Comstock, L. J. Fernandez, M. J. Fisher, S. M. Focht, K. S. McCormick, L. A. Olson, and T. R. Via joined the meeting.

At 2:06 p.m., a motion was made and seconded to reconvene the meeting in open session.

Thereafter, the vote was recorded as follows: Bogner – Yes; Cavanaugh – Yes; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes; Yoder – Yes. The motion carried (8-0).

Chair Bogner stated:

“The motion to come out of closed session at (2:06 p.m.) is carried. This closed session was limited to discussion regarding an update on Executive Development. No votes or other board action were taken during the closed session.”

Committee Agenda Item 3: Public Session – Board Chair Opening Statement

Chair Bogner welcomed members of the public and gave an overview of the meeting agenda and reminders for using the Webex audio and video conferencing platform. She informed the public that per the Board’s Guidelines for Public Participation, the Board does not take public comment during the All Committees meeting. The Board will take public comments at the Board meeting later this afternoon. Chair Bogner noted all board members were present, along with members of the senior management team and approximately 74 attendees, consisting of OPPD employees, members of the public and media.

Committee Agenda Item 4: Safety Briefing

President Burke gave the safety briefing, including a reminder from the Nebraska Department of Health and Human Services entitled “10 Actions for Every Nebraskan to be Taking Now to Slow Spread of COVID-19.” He encouraged everyone to wear a mask and reminded the public of OPPD’s policy requiring all employees, contractors and visitors to wear a mask.

Committee Agenda Item 5: Polar Vortex System Impacts

President T. J. Burke provided introductory comments about the system impacts from the polar vortex event, which caused the Southwest Power Pool (SPP) to declare an Energy Emergency Alert requiring members to conduct planned outages to reduce demand from February 14 – 17, 2021. Utilities across the Midwest participated in periodic service interruptions. In OPPD’s service territory, customers experienced outages averaging 60 minutes. Senior management

All Committee Minutes

February 18, 2021

Page 3

team members then provided a high level overview of the activities their business units engaged in during the polar vortex.

- M. J. Fisher, Vice President – Energy Production and Nuclear Decommissioning, provided a generation update.
- L. J. Fernandez, Vice President – Financial Services and Chief Financial Officer, presented an energy marketing update.
- T. R. Via, Vice President – Energy Delivery, provided a transmission and distribution update.
- L. A. Olson, Vice President – Public Affairs, provided an external communications update.
- J. A. Comstock, Vice President – Customer Service, provided a customer engagement update.
- K. W. Brown, Vice President – Business Technology and Building Services and Chief Information officer, provided an internal operations update.
- S. M. Focht, Vice President – Corporate Strategy and Governance, discussed the conduct of an after action review.

The Board and management team expressed appreciation for the collaboration, coordination and communication across business units and with the public, media, residential, commercial and industrial customers. The Board and management team discussed a variety of issues, including: (i) timing of after action review reports to the Board; (ii) the costs and benefits of being a member of SPP and process SPP uses to commit units days ahead of anticipated demand; (iii) natural gas and other fuel availability; (iv) dual fuel capabilities at existing and future OPPD generating facilities; (v) how areas were chosen for controlled outages in OPPD's service territory; (vi) clarification that all SPP members, including Nebraska Public Power District, Lincoln Electric System and Kansas City Power & Light were required to shed load; and (viii) opportunities to increase participation in demand side management programs.

Committee Agenda Item 6: Committee Chair Reports

Finance Chair Report

Director Bogner reported the Finance Committee met on February 5, 2021 via Webex videoconference. The Committee received an update on the block rate elimination project. A copy of the agenda for that meeting was made available in the All Committee meeting materials for the Board to review.

Supporting Data

Agenda

System Management & Nuclear Oversight Committee Chair Report

Director Mollhoff reported the System Committee met on January 25, 2021 via Webex videoconference. Directors Mollhoff, Williams, Moody and Yoder attended this meeting to discuss potential revisions to SD-9: Resource Planning. The System Committee also met on February 3, 2021 via Webex videoconference. A copy of the agenda for the meeting was made available in the All Committee meeting materials for the Board to review. The committee members reviewed the procurement of substation and transmission resources to interconnect

All Committee Minutes
February 18, 2021
Page 4

the Power with Purpose solar and natural gas fueled generation facilities with the existing transmission system and Engineer's Certification.

Supporting Data
Agenda

Public Information Committee Chair Report

Director Yoder reported the Public Information Committee met on February 9, 2021 via Webex videoconference. A copy of the agenda for that meeting was made available in the All Committee meeting materials for the Board to review. The Committee discussed (i) a legislative and regulatory update; (ii) a customer trends update; (iii) potential revisions to board policies SD-11: Economic Development and SD-13: Stakeholder Outreach and Engagement; and (iv) block rate project update.

Supporting Data
Agenda

Governance Committee Chair Report

Director Moody reported the Governance Committee met on February 12, 2021 via Webex videoconference. A copy of the agenda for that meeting was made available in the Committee meeting materials for the Board to review. The Committee discussed the following topics: (i) board standing committee assignments for 2021; (ii) SD-1: Strategic Foundation Monitoring Report; and (iii) an update on executive development.

Supporting Data
Agenda

Board Standing Committee Assignments

Chair Bogner explained the Board standing committee assignment process for 2021.

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

Chair Bogner recommended Board of Director concurrence with the 2021 Standing Committee assignments listed on Exhibit A.

Supporting Data
Datasheet
Exhibit A – 2021 Standing Committee Assignments
Resolution

All Committee Minutes
February 18, 2021
Page 5

There being no further business, the meeting adjourned at 3:38 p.m.

DocuSigned by:

Troy R. Via

181167221FA24AE...

T. R. Via

Vice President – Energy Delivery and
Assistant Secretary

DocuSigned by:

M. F. Hinnens

ECB979C26449479...

M. F. Hinnens

Assistant Secretary of the Meeting