



OPPD BOARD OF DIRECTORS

BOARD MEETING MINUTES

October 21, 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, October 21, 2021 at 5:00 p.m.

Present in person at the Omaha Douglas Civic Center 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 in person were L. J. Fernandez, President and Chief Executive Officer, S. M. Bruckner and T. F. Meyerson of the Fraser Stryker law firm, General Counsel for the District, M. F. Hinnners, Senior Corporate Governance Specialist, and other members of the OPPD Board meeting logistics support staff. Chair A. E. Bogner presided and M. F. Hinnners recorded the minutes. Members of the executive leadership team present in person or via Webex conferencing were: B. E. Adams, K. W. Brown, J. A. Comstock, M. J. Fisher, S. M. Focht, K. S. McCormick, L. A. Olson, J. W. Thurber, B. A. Underwood and T. R. Via. Additionally, approximately 50 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

Chair Bogner 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

Chair Bogner 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. Hinnners took roll call of the Board. All members were present.

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Board Agenda Item 5: Announcement regarding public notice of meeting

Ms. Hinnners read the following:

“Notice of the time and place of this meeting was publicized by notifying the area news media¹; by publicizing same in the Outlets newsletter and on OPPD.com; by displaying such notice on the Arcade Level of Energy Plaza since October 15, 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 August 2021 Comprehensive Financial and Operating Report, September 2021 Meeting Minutes, and the October 21, 2021 Agenda
- Item 7. SD-12: Information Management and Security Monitoring Report – Resolution No. 6462
- Item 8. North Omaha Station Unit 4 and 5 Burner Replacement – Engineer’s Certificate to Negotiate – Resolution No. 6463
- Item 9. Jones Street Station Exhaust Stack Replacements – Engineer’s Certification – Resolution No. 6464
- Item 10. RFP 5911 – Steel Structures – Resolution No. 6465
- Item 11. SD-7: Environmental Stewardship Monitoring Report – Resolution No. 6466
- Item 12. SD-13: Stakeholder Outreach and Engagement Monitoring Report – Resolution No. 6467

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

Chair Bogner noted the Board discussed the action items during the All Committees meeting held on Tuesday, October 19, 2021.

¹ News outlets that received OPPD Board meeting notification emails included: 1. KETV; 2. WOWT; 3. KMTV; 4. KPTM; 5. Telemundo Nebraska; 6. Nebraska Public Media (NET-TV); 7. NewsChannel Nebraska; 8. KFAB; 9. KOIL 1290 AM; 10. KIOS 91.5 FM – Nebraska Public Radio (Omaha); 11. Radio Lobo – 97.7 FM (Omaha); 12. Boomer Blair 97.3 FM (Blair); 13. KHUB 1340 AM/KFMT 101.5 FM (Fremont); 14. Sunny 101.3 FM (Falls City); 15. Omaha World Herald; 16. Washington County Enterprise & Blair Pilot Tribune; 17. Lincoln Journal Star; 18. Omaha Daily Record; 19. Omaha Star; 20. Douglas County Post-Gazette; 21. Papillion Times; 22. Bellevue Leader; 23. Midlands Business Journal; 24. Ralston Recorder; 25. Sarpy Guide and News; 26. Pawnee Republican; 27. Tecumseh Chieftain; 28. Ashland Gazette; 29. Wahoo Newspaper; 30. Nebraska City News Press; 31. Cassgram (Cass County online news publication); and 32. Associated Press.

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Chair Bogner then asked if any members of the public attending via Webex conferencing or in person had any comments on the consent agenda items.

Mr. David Corbin, 1002 N. 49th Street, representing the Nebraska Sierra Club, commented upon the SD-12: Information Management and Security monitoring report. He inquired about several topics, including (i) the potential future use of smart meters with respect to cyber security and privacy; (ii) electric vehicle charging stations and time of day charging; (iii) artificial intelligence; and (iv) local vs. out-of-state solar power installers. President Fernandez responded that OPPD is working on the base infrastructure for advanced metering technology and cyber security and privacy are key considerations.

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

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).

Board Agenda Item 13: CFO Appointment and Compensation Approval – Resolution No. 6468

Ms. Hinnners read the following:

“NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Omaha Public Power District that the appointment of Jeff Bishop as Vice President and Chief Financial Officer, and the compensation as set forth on the attached exhibit, be and hereby are approved, effective November 15, 2021.”

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

Director Moody explained that with the Board’s appointment of L. J. Fernandez as President and Chief Executive Officer, the Chief Financial Officer (CFO) position is vacant. He expressed the Board’s appreciation for J. W. Thurber for serving as interim CFO and OPPD’s Human Capital team for coordinating the CFO search process. He requested President Fernandez to provide the Board and public background for this recommendation.

President Fernandez explained Mr. Bishop brings over 20 years of financial experience to OPPD. Mr. Bishop comes from Washington state, where he has served as CFO of the Grant County Public Utility District for the past four years. He previously served as the Senior Vice President, CFO and Treasurer of GridLiance in Irving, Texas. GridLiance, a NextEra Energy company, develops, owns and operates transmission assets with public power utilities. Before joining GridLiance, Mr. Bishop served as CFO of Seattle City Light. Mr. Bishop also worked for eight years at PacifiCorp Energy in Portland, Oregon, where he progressed from lead senior financial consultant to Managing Director of Finance/Controller.

President Fernandez noted that Mr. Bishop’s knowledge of finance, technology, and risk management will be an asset as OPPD works toward a number of strategic initiatives, including modernizing technology, hardening the grid for reliability and resilience, and enhancing customer experience.

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Director Yoder expressed support for Mr. Bishop. There was no additional comment from the Board.

Chair Bogner 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 – Yes; Cavanaugh – Yes; Howard – Yes; Mollhoff – Yes; Moody – Yes; Spurgeon – Yes; Williams – Yes; Yoder – Yes. The motion carried (8-0).

Chair Bogner congratulated Mr. Bishop, who joined the meeting via Webex. Mr. Bishop expressed appreciation for the Board's support and looks forward to joining the OPPD team on November 15.

Chair Bogner then announced that the next two items on the agenda were special resolutions of appreciation for Vice Presidents M. J. Fisher and M. L. Sedky that she would move to the end of the meeting, after the Board heard public comment. There were no objections from the Board.

Board Agenda Item 16: President's Report

President Fernandez presented the following information:

- September Baseload Generation
- September Peaking Generation
- September Renewables
- National Drive Electric Week and Ride & Drive Event 2022
- Save Your Energy Contest
- Honor Our Community activities and events
- Pathways to Decarbonization Energy Portfolio Workshops
- Passion to Serve – OPPD will receive IDEAL (Inclusion, Diversity, Equity, Advocacy, Leadership) Award from the Human Resource Association of the Midlands
- In Memoriam

Board Agenda Item 17: President's Award for Jené Reese

President Fernandez introduced Ms. Jené Reese, Sr. Account Executive, Customer Sales and Service, and shared her experience.

On August 23, Ms. Reese was driving south on Highway 31 when a northbound sports utility vehicle (SUV) that had been in an accident crossed the center line across Ms. Reese's lane and onto the side of the road. Ms. Reese parked, rushed over to the SUV, and found the female driver stunned from her airbag deploying and bleeding profusely from a severely broken leg. With help from others, Ms. Reese fashioned a tourniquet from a sleeping bag strap and got the bleeding under control until the ambulance arrived. For her calm, quick, life-saving action, we are honoring Ms. Reese with the President's Award, OPPD's highest honor. Ms. Reese is only the eighth employee to receive this award since it was created in 2008. The award acknowledges extraordinary accomplishments by OPPD employees, along with professionalism, commitment to best practices and high standards of excellence.

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Ms. Reese expressed appreciation for the recognition and encouraged everyone to carry a first aid kit in their vehicle and to take a first aid course.

Board Agenda Item 18: Opportunity for comment on other items of District Business

Chair Bogner asked for comments from the public on other items of District business, including the special resolutions of appreciation for Vice Presidents M. J. Fisher and M. L. Sedky.

Mr. David Corbin, 1002 N. 49th Street, representing the Nebraska Sierra Club, expressed appreciation for the proposed changes to the Green Power program. He expressed disappointment about the progress with respect to the solar generation resources for Power with Purpose and hope that OPPD can influence legislation and regulations that support solar. He requested the cost of the natural gas peaking plants be made public. He also inquired about the status of the pollinators at the Fort Calhoun solar array and if OPPD will consider agriculture at the solar array.

Mr. John Pollack, 1412 N. 35th Street, provided a weather update.

Ms. Mary Peck, 202 Cort Plaza, Gretna, NE, congratulated Vice President M. J. Fisher on her retirement and expressed condolences and appreciation for Vice President M. L. Sedky.

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

Board Agenda Item 14: Resolution of Appreciation for M. J. Fisher, Vice President – Energy Production and Nuclear Decommissioning – Resolution No. 6469

Ms. Hinnners read the following:

“WHEREAS, Mary J. Fisher, Vice President Energy Production and Nuclear Decommissioning of the Omaha Public Power District (OPPD), will conclude her service at OPPD on October 31, 2021, after more than six years of service; and

WHEREAS, on June 1, 2015, Ms. Fisher joined OPPD’s Financial Services area as Division Manager Corporate Planning & Analysis, became senior director Fort Calhoun Station Decommissioning on July 1, 2016, and was promoted to Vice President Energy Production and Nuclear Decommissioning on December 1, 2017; and

WHEREAS, Ms. Fisher was an exemplary leader in the development and implementation of OPPD’s vision, mission, core values, and strategic directives in service to the District; and

WHEREAS, Ms. Fisher has remained dedicated to the ideals of public power, and OPPD’s customer-owners have benefited because of her commitment to providing affordable, reliable, and environmentally sensitive energy services.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Omaha Public Power District, at a meeting duly convened on the 21st day of October 2021, desires to publicly acknowledge the important contributions of Mary J. Fisher, and

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to express its gratitude for the commitment, integrity and pursuit of excellence consistently demonstrated during her years of service.

BE IT FURTHER RESOLVED that a suitably inscribed copy of this Resolution be presented to Mary J. Fisher to serve as a constant reminder of the sentiments expressed herein.”

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

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).

OPPD then shared a video of Board and executive leadership team members expressing their appreciation and best wishes to Ms. Fisher. Ms. Fisher expressed appreciation for the Board, executive leadership team and employees, and best wishes for the future of OPPD.

Board Agenda Item 15: Resolution of Appreciation for M. L. Sedky, Vice President – Human Capital – Resolution No. 6470

Ms. Hinnners read the following:

“WHEREAS, the Omaha Public Power District (OPPD) and the community it serves lost a beloved leader on September 25, 2021, with the death of Martha “Mart” Sedky, Vice President Human Capital of the Omaha Public Power District; and

WHEREAS, Ms. Sedky joined OPPD on October 17, 2011, as the Division Manager, Human Resources, and was promoted to Vice President Human Capital on December 4, 2016; and

WHEREAS, Ms. Sedky was an exemplary leader in the development and implementation of OPPD’s vision, mission, core values, and strategic directives in service to the District; and

WHEREAS, Ms. Sedky led the implementation of systems and policies that enabled OPPD to conduct its activities safely, lawfully, and ethically; and

WHEREAS, Ms. Sedky championed the development and maintenance of a diverse, equitable, and inclusive workplace reflective of OPPD’s core values; and

WHEREAS, Ms. Sedky exemplified a passion and commitment to the fundamental dignity and worth of all people, and worked tirelessly to create a more inclusive world.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Omaha Public Power District, at a meeting duly convened on the 21st day of October 2021, honors the memory of Martha “Mart” Sedky, celebrates her legacy of advocacy for humanity, and recognizes with great admiration and appreciation the contributions of Ms. Sedky in service to her vision for a better world.

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BE IT FURTHER RESOLVED that a suitably inscribed copy of this Resolution be presented to the family of Martha "Mart" Sedky to serve as a constant reminder of the sentiments expressed herein."


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

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).

OPPD then shared a video of Board and executive leadership team members expressing their appreciation for Ms. Sedky.

There being no further business, the meeting adjourned at 6:15 p.m.

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

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M. F. Hinners
Assistant Secretary of the Meeting