

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING

May 7, 2024 8:00a.m. – 3:00p.m. | Aurora-Denver, CO

- Summary of Action Items -

1. Approved Consent Agenda Items.
 - a. February 6, 2024 and March 25, 2024 meeting minutes
 - b. Corporate Governance Committee
 - i. RTO Western Expansion Bylaws & Membership Agreement revisions
 - c. Finance Committee
 - i. 2023 Financial Audit Report
 - ii. 2024 Benefit Plan Funding
 - d. Markets and Operations Policy Committee
 - i. RR555 — SPP Reliability Coordinator Emergency Operating Plan Review
 - e. Oversight Committee
 - i. Transmission Owner Selection Process: Industry Expert Panel
 - f. Transmission Projects
 - i. Evergy Butler - Midian 138 kV Terminal Upgrade Out-Of-Cycle Reevaluation
 - ii. Fort Thompson Transformers Out-Of-Bandwidth
 - iii. Potter County Transformers Out-Of-Bandwidth
2. Approved RR607 Safe Harbor Provision Changes as presented.
3. Approved RR605 Resource Availability as presented with the SPP staff addition of previously approved RR 549 (Winder Season Resource adequacy Requirement) language.
4. Approved RR616 Improved Outage Policy as presented.
5. Approved the package of revision requests (RRs 600.1-600.16) as presented as implementing the board-approved terms and conditions for RTO membership and expansion in the Western Interconnection.

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING
May 7, 2024, 8:00a.m. – 3:00p.m.CT | Aurora-Denver, CO
MINUTES

Agenda Item 1 – Call to Order and Administrative Items

SPP Board of Directors Chair Mr. John Cupparo called the meeting to order at 8:27a.m MT. The following Board of Directors and Members Committee members were in attendance or represented by proxy:

Directors

Ms. Barbara Sugg, director
Mr. Ben Trowbridge, director
Ms. Bronwen Bastone, director
Ms. Irene Dimitry, director
Mr. John Cupparo, director
Ms. Elizabeth Moore, director
Mr. Ray Hepper, director
Mr. Steve Wright, director
Mr. Stuart Solomon, director
Ms. Susan Certoma, director

Members Committee -- review

Mr. Adrian Rodriguez, Xcel Energy Services
Mr. Al Tamimi, Sunflower Electric Power Coop.
Mr. Bleau LaFave, Northwestern Energy
Ms. Christy Walsh, Natural Resources Defense Council
Mr. Dave Osburn, Oklahoma Municipal Power Authority
Mr. David Mindham, EDP Renewables
Ms. Denise Buffington as proxy for Kayla Messamore, Evergy Companies
Mr. Dwayne Fulk, City Utilities of Springfield
Ms. Emily Shuart, Oklahoma Gas and Electric Transmission
Mr. Jeremy Severson, Basin Electric Power Cooperative
Mr. Joe Lang, Omaha Public Power District and proxy for Ms. Betsy Beck, Google Energy
Mr. Lloyd Linke, Western Area Power Administration
Mr. Patrick Woods, ITC Great Plains
Mr. Rob Janssen, Dogwood Energy
Ms. Stacey Burbure, Public Service Company of Oklahoma
Mr. Steve Gaw, Advanced Power Alliance
Mr. Thomas Kent, Nebraska Public Power District
Mr. Tim Wilson, Liberty Utilities
Mr. Zac Perkins, Tri-County Electric Cooperative and proxy for Mr. Mike Wise, Golden Spread Electric Cooperative, Inc.

There were 248 participants in attendance in person and on WebEx. Ms. Barbara Sugg reported 3 proxies for the meeting. (Attachment - Attendance).

Agenda Item 2 – Consent Agenda

Mr. Cupparo asked if there were any items that needed to be removed from the consent agenda. There were none.

Ms. Susan Certoma moved to approve the consent agenda. Mr. Stuart Solomon seconded. The Members Committee voted and unanimously approved. The Board voted by secret ballot. The motion passed.

Agenda Item 3 – Reports to the Board

a. President's Report

Ms. Barbara Sugg provided the President's report. Ms. Sugg began her report by providing an update on SPP's 2024 corporate goals. The focus areas of the goals include Mitigate Resource Adequacy Risks, Enhance Extreme Weather Event Readiness, Generator Interconnection Queue Processing, Enhance Innovative Transmission Policies, and Continue Western Expansion Progress. Each focus area includes a number of strategic initiatives and work efforts. Ms. Sugg also explained that the framework for SPP's 2024 corporate goals includes a focus on affordability.

She reported the 2023 Member Value statement and that in 2023, SPP provided \$3.621 billion in savings and benefits to its members with a 20 to 1 benefit to cost ratio. The latest annual report is posted on SPP.org. Ms. Sugg also discussed a local load shed event in SPS territory a little over a week ago. She explained that SPP is reviewing the event and anticipates bringing a full report to the MOPC in July.

To conclude her report, Ms. Sugg announced that David Kelly has been named Vice President of Finance and Chief Financial Officer and Casey Casey has been promoted to Vice President of Engineering. She also acknowledged the retirement of Bill Dowling and announced that Rob Janssen is stepping down from the Members Committee. She expressed her gratitude for Bill and Rob's contributions over the years.

b. Regional State Committee Report

Mr. John Tuma provided the Regional State Committee (RSC) report. Mr. Tuma reported that at its meeting yesterday, the RSC had seven voting items before it and all passed.

Mr. Tuma provided an overview of RR607 – Safe Harbor Provision Changes. The RSC recommends the Board of Directors approve RR607 Safe Harbor Provision Changes as presented.

Ms. Irene Dimitry made a motion to approve RR607 Safe Harbor Provision Changes as presented. Mr. Stuart Solomon seconded. The Members Committee unanimously approved. The Board voted by secret ballot. The motion passed.

Mr. Tuma provided an overview of RR605 – Resource Availability. The RSC recommends the Board of Directors approve RR605 Resource Availability as presented with the SPP staff addition of previously approved RR 549 (Winder Season Resource adequacy Requirement) language.

Mr. Ray Hepper made a motion to approve RR605 Resource Availability as presented with the SPP staff addition of previously approved RR 549 (Winder Season Resource adequacy Requirement) language. Ms. Susan Certoma seconded. The Members Committee voted in favor with one abstention (Advanced Power Alliance). The Board voted by secret ballot. The motion passed.

Mr. Tuma provided an overview of RR616 – Improved Outage Policy. The RSC recommends the Board of Directors approve RR616 Improved Outage Policy as presented.

Mr. Steve Wright made a motion to approve RR616 Improved Outage Policy as presented. Mr. Ray Hepper seconded. The Members Committee voted in favor with three opposed (Advanced Power Alliance, Natural Resources Defense Council, and EDP Renewables). The Board voted by secret ballot. The motion passed.

c. Finance Committee Report

Mr. Stuart Solomon provided the Finance Committee (FC) report. Mr. Solomon provided an update on the FC roster, actions taken by the committee at its April 2024 meeting, and recent discussion topics. He reported that at its last meeting the FC reviewed the 2023 Audit Report and 2023 Benefit Plan Funding, and both were on the consent agenda for today's meeting. The FC also reviewed and approved changes to its scope document. Mr. Solomon reported that the FC discussed Markets+ Phase II funding and the FERC rate cap. The FC will have a special meeting in June to continue its discussion of the FERC rate cap including an increase to the rate cap in 2025. Mr. Solomon concluded his report by previewing discussion topics planned for the FC's July 18 meeting.

d. Oversight Committee Report

Mr. Ray Hepper provided the Oversight Committee (OC) report. He reported that at the last OC meeting, the OC received an update on Winter Storm Uri initiatives, Uncertainty Product, Day Ahead & Real-time Market Convergence effort, and an update on the March 1, 2024, Compliance Order on FERC Order 2222. During the MMU session, the OC discussed the 2023 Annual State of the Market report recommendations, MMU engagement in RTO efforts, and received an update on recent FERC matters. Ms. Liz Moore provided the compliance, internal audit, and enterprise risk management report, Mr. Ben Trowbridge provided the physical and cyber security update, and Ms. Irene Dimitry provided the Order 1000 liaison report, including announcement of the Industry Expert Panel pool that was included on the consent agenda for today's meeting.

e. Human Resources Committee Report

Ms. Bronwen Bastone provided the Human Resources Committee (HRC) report. Ms. Bastone reported that at its April meeting the HRC reviewed the 2023 401(k) plan performance with the investment fund manager, annual affirmative action plan goals, quarterly HR metrics, and organization readiness and DEI enabling capabilities from the SPP Strategic Plan.

f. Strategic Planning Committee Report

Mr. John Cupparo provided the Strategic Planning Committee (SPC) report. He began his report by providing a debrief of the 2024 Strategic advance. He then provided updates on the ASPIRE 2026 strategic plan and discussed strategic input on four key areas: Roadmap Process Evolution, Federal Funding Opportunities, Regional Load Forecasting, and Grid Enhancing Technologies.

g. Markets and Operations Policy Committee

Mr. Alan Myers provided the Markets and Operations Policy Committee (MOPC) report. Mr. Myers reported that at its April meeting the MOPC approved 26 revision requests and had an overall average consensus of 96.62%. He also reported that the primary discussion items were Order 2222, review of Winter Storm Gerri, the summer/winter PRM and fuel assurance, and Generator Interconnection and Integrated Transmission Planning updates. Mr. Bruce Rew provided an overview and status update on the RTO expansion effort into the Western Interconnection. The MOPC recommends the Board of Directors Approve the package of revision requests (RRs 600.1-600.16) as presented by implementing the board-approved terms and conditions for RTO membership and expansion in the Western Interconnection.

Mr. Steve Wright made a motion to approve the package of revision requests (RRs 600.1-600.16) as presented by implementing the board-approved terms and conditions for RTO membership and expansion in the Western Interconnection. Ms. Susan Certoma seconded. The Members Committee voted to approve with four abstentions (Natural Resources Defense Council, Evergy Companies, AEP, and WAPA). The Board voted by secret ballot. The motion passed.

Agenda Item 4 – Future Meetings

2024

Board Education Session-June 12..... Little Rock AR
RSC/JSB/BOD-MC-August 5-6..... St. Louis, MO
RSC/JSB/BOD-MC/AMoM-October 28-29..... Little Rock, AR

Adjournment

With no further business, Mr. Cupparo adjourned the meeting at 9:57a.m MT.

Respectfully Submitted,
Paul Suskie, Corporate Secretary

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING

Denver, CO

May 7, 2024

ATTENDANCE LIST

Name	Company
Tara Smith	SPP
Emily Penne	SPP
Shaunee Claiborn-Linto	PUCT
Cindy Ireland	AR PSC
Angela Sartori	SPP
Carrie Simpson	SPP
David Kelley	SPP
CARRIE DIXON	NextEra
Tom Kleckner	RTO Insider
Jennifer Solomon	NextEra
LEE ELLIOTT	INVOENERGY
Susie Tate	AR PSC
Lise Trudeau	Mn PUC
Kristie Fiegen	SD PUC
Greg Rislav	SDPUC
Brian Rounds	AESL Consulting
Watt Fluvardo	Iowa Utilities Board
Kodney MASSMAN	Mo PSC
Adam McKinnie	MO PSC
Patrick Clarey	FERL

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING**Denver, CO****May 7, 2024****ATTENDANCE LIST**

Name	Company
Jason Muzigian	Becky Electric
Ben Bright	SPP
Walt Coed	MoPSC
SARAH MARTE	IUB
Holly Carney	SPP
Joe Taylor	Xcel
Jarred Cooley	SPS/ Xcel
BILL DOWLING	MIDW
Terri Pemberton	KMEA
Colin Haise	KPP ENERGY
Kim O'Guinn	SPP
LANNY NICKEL	SPP
Maurice Moss	ACP
Paul Sustip	SPP
Mark Christie	FERC
John Tuma	MN PUC
David Mindhorn	EDP
Jeremy Severson	BERC
J. Justine	SPP Director
Denise Buttington	Energy Companies

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING

Denver, CO

May 7, 2024

ATTENDANCE LIST

Name	Company
Ben Tranbridge	SPP Board
Rob Janssen	Kelsan Energy
Patrick Woods	ITC Coast Plains
Steve Wright	SPP Board
Roy Hepper	SPP Board
Tom Kent	NPPD
David Osburn	OMPA
Elizabeth D. Moore	SPP Board
John Cuppario	SPP Board
Barbara Suggs	SPP
Emily Stuart	OE
Steve Saw	APA
Stuart Solomon	SPP Board
Lloyd Linke	WAPA-UGP
IRENE DIMITRY	SPP BOARD
Christy Walsh	NRDC
Susan CERTON	SPP BOARD
Joe Lung	OPPD
Dewayne Fulh	City Utilities of Springfield, MO
ADRIAN RODRIGUEZ	SPS / XCEL ENERGY

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING

Denver, CO

May 7, 2024

ATTENDANCE LIST

Name	Company
Stacey Burbure	PSO / AEP
Al Tamimi	Sunflower Elec. Power Coop.
Tim Wilson	Empire District / Liberty Utilities
Robert Pick	NPPD
John Krajewski	Nebraska PRB
C. Richard Ross	AEPSC - SNBPCO
Jason Fortik	LES
Keith Collins	SPP MMU
Alan Myers	ITC GP
Jonathan Goldsworthy	ITC GP
Will McAdams	McAdams Energy Group, LLC
Patrick O'Connell	NM PRC
TRENT Campbell	OCC
Todd Hiatt	OCC
Paul Antony	Cable Associates
Len Tao	SPP
Mike Ross	SPP
Antoine Lucas	SPP
Andrew French	KS Corp. Comm'n
Jodi Woods	SPP MMU

BOARD OF DIRECTORS/MEMBERS COMMITTEE MEETING**Denver, CO****May 7, 2024****ATTENDANCE LIST**

Name	Company
Jon Thurber	South Dakota PUC
CASEY CARNEY	SPP
FELEK ABBAS	SPP
Sam Ellis	SPP
Michael Desselle	SPP
Bruce Rew	SPP
Dustin Smith	"
Russell Carey	"
Derek Wingfield	"
Regine Baus	FERC
JASON CHAPLIN	OCC
MARC TUPLER	NM PRC
Erica O'Neal	OCC
Kim David	OCC

Adriane	Barnes
Alex	Baird
Alex	Crawford
Alex	Vournas
Amber	Joyce
Andrea	Doucette
Andrea	Harrison
Apryl	Eby
Arash	ghodsian
Ash	Mayfield
Bakhtawar	Khan
Barbara	Sugg
Blea	LaFave
Bob	Sahr
Bob	Wittmeyer
Brad	Cochran
Bradley	Payne
Brenda	Harris
Brett	Springfield
Brian	Johnson
Brian	Rounds
Britney	Lloyd
Carl	Huslig
Carly	Masenthin
Caroline	Gentry
Carolyn	Wetterlin
Carrie	Dixon
CES - Jim	Krajecki
Chad	Unrein
Charles	Yeung
Charles	Hendrix
Charles	Locke
Chase	Smith
Chris	Cranford
Chris	Haley
Chris	Lyons
Cindy	Ireland
Collin	Sniff
Conor	McKenzie
Curt	Dieren
Curtis	Miller
Dan	Walter
Dara	Solomon
David	Beckett

Deborah	Currie
Denelle	Peacey
Denise	Martin
Dennis	Florom
Dennis	Reed
Derek	Brown
Derek	Sunderman
Derek	Wingfield
Dianne	Branch
Dianne	Branch
Don	Frerking
Dustin	Smith
Emily	Shuart
Esat	Guney
Gayle	Freier
Hailing	Zang
Heather	Starnes
J Jolly	Hayden
Jack	Madden
James	Peters
Jason	Chaplin
Jason	Cox
Jason	Davis
Jason	Mazigian
Jason	Tanner
Jay	Caspary
Jerin	Purtee
Jerry	Wild
Jessica	Meyer - LES
Jill	Jones
Jillian	Janik
Jim	Gonzalez
Jim	Jacoby (AEP)
Jodi	Walters
John	Luallen
John	Stephens
John	Varnell
Justin	Grady
Justin	Hinton
Kaye	McCarty
Kelli	Schermerhorn
Kelsey	Allen
Kevin	Wood
Kirk	Hall

KRISTINA	LUKE FRY
Kylah	McNabb
LaKeitha	Rinks
larry	holloway
Lisa	Barrett
Malcolm	Ainspan
Margaret	Kristian
Maria	Gingras
Marie	Gieringer
Marie	Thompson
Marisa	Choate
Matt	Caves
Matt	Powell
matthew	stoltz
Maurisa	Hughes
Maya	Nevels
Meghan	Sever
Melissa	Seymour
Micha	Bailey
Michael	Bowman
Michael	Daly
Michael	Finnegan
Michael	Riley
Michelle	Harris
Mick	Kossan
Mona	Tierney-Lloyd
N/A	N/A
N/A	N/A
N/A	N/A
N/A	N/A
Natalie	McIntire
Natasha	Henderson
Nate	Morris
Nicole	Wagner
Olivia	Hough
Patti	Kelly
Paul	Antony
Raleigh	Mohr
Ray	Bergmeier
Rob	Puglisi
Robert	Safuto
robert	helton
Ryan	Benton
Ryan	Johnson

Scott	Brown
Seth	Blomeley
Shari	Albrecht
Sharlette	Taylor
Shawn	Geil
Sherri	Maxey
Sienna	Levine
SPP	Communications
Steve	Gaw
Steve	Johnson
Steve	Sanders
Tammy	Bright
Tammy	Bright
Tanya	Newman
Temujin	Roach
Terra	Higgins
Tessie	Kentner
Tom	Hestermann
Tom	Michelotti
Walt	Shumate
Will	Houser
Zac	Perkins