

BOARD OF DIRECTORS & MEMBERS COMMITTEE MEETING

October 29, 2024 8:00 a.m. – 3:00 p.m. | Little Rock, Arkansas

MINUTES

[Link to Materials](#)

Summary of Action Items

1. Approved consent agenda items:
 - a. Corporate Governance Committee
 - i. Committee nominations:
 1. FC: Emily Koeing, LES (TU); Matt Pawlowski, NEET (TU); Al Tamimi, Sunflower (TO)
 2. SPC: David Mindham, EDP (TU); Dennis Florom, LES (TU); Matt Caves, WFEC (TO); Steve Sanders, WAPA (TO)
 3. HRC: Emeka Anyanwu, LES (TU); Matt Dills, ITC (TU); Scott Briggs, OGE (TU)
 - ii. Reliability Compliance Advisory Group Status Change
 - iii. Finance Committee scope
 - iv. Strategic Planning Committee composition
 - b. Markets & Operations Policy Committee
 - i. RR649 (SIR713) HITT T1 NRIS+ (CRIS) Implementation
 - ii. 2023-2024 Annual VRL Analysis
 - iii. 2023-2024 WEIS VRL Analysis
 - c. Strategic Planning Committee
 - i. Grid of the Future 2024 Report Addendum
 - d. Staff
 - i. NTC 200419 Western Farmers Electric Cooperative Withdrawal
 - ii. Atlantic-Craig-West Gardner Out-Of-Bandwidth
 - iii. August 2024 Meeting Minutes
2. Approved RR632 -Date change for Attachment AA as presented.
3. Approved the 2025 SPP operating budget, which includes total expenses of \$296.3 million and a Net Revenue Requirement of \$204.0 million, as well as the 2025 capital budget allocation of \$22.1 million.
4. Approved the ITP 2024 portfolio of projects as developed by SPP staff and approved by the MOPC. This motion does not include a determination for need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware 345 kV projects.
5. Amended motion: Delay the decision on need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware projects until no later than the December 2024 Board meeting.
6. Delayed the decision on need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware projects until no later than the December 2024 Board meeting.

7. Approved the "2024 ITP Assessment Report" as documentation of completion of the ITP planning process specified in SPP OATT Attachment O Section III.
8. Approved the current estimated In-Service Date as reasonable and acceptable to be used to evaluate future In-Service Date deviations

1. Call to Order and Administrative Items

SPP Board of Directors Chair Mr. John Cupparo called the meeting to order at 8:00. The following Board of Directors (Board) and Members Committee members were in attendance or represented by proxy:

Directors

Susan Certoma
John Cupparo
Irene Dimitry
Ray Hepper
Elizabeth Moore
Stuart Solomon
Barbara Sugg
Ben Trowbridge
Steve Wright

Members Committee

Chris Matos as proxy for Betsy Beck, Google
Denise Buffington, Evergy
Richard Ross as proxy for Stacey Burbure, AEP Public Service Co. of Oklahoma
Dwayne Fulk, City Utilities of Springfield
Steve Gaw, Advanced Power Alliance
Andrew Lachowsky as proxy for Buddy Hasten, Arkansas Electric Cooperative Corporation
Robert Pick as proxy for Tom Kent, Nebraska Public Power District
Joe Lang, Omaha Public Power District
Lloyd Linke, Western Area Power Administration
Lloyd Linke as proxy for Bleau LaFave, NorthWestern Energy
David Mindham EDP Renewables
Jennifer Smith as proxy for Dave Osburn, Oklahoma Municipal Power Authority
Zac Perkins, Tri-County Electric Cooperative
Adrian Rodriguez, SPS/Xcel Energy
Jeremy Severson, Basin Electric Power Cooperative
Emily Shuart, Oklahoma Gas & Electric Company
Kevin Smith, Tenaska Power Services
Al Tamimi, Sunflower Electric Power Corp
Brett White, Pine Gate Renewables
Nate Morris as proxy for Tim Wilson, Liberty Utilities (Empire District)
Christy Walsh, Natural Resources Defense Council
Mike Wise, Golden Spread Electric Cooperative
C. Patrick Woods, ITC Great Plains

The Webex and in-person attendance lists are attached.

2. Consent Agenda

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

Susan Certoma made and Irene Dimitry seconded a motion to approve the consent agenda. The Members Committee voted in favor with no abstentions. The Board of Directors voted by secret ballot and approved the motion.

3. Reports to the Board

3.1 Regional State Committee (RSC) Report

RSC President John Tuma provided the Regional State Committee (RSC) report. He reported that the RSC elected new officers. In 2025, the President will be Chair Patrick O'Connell (NM), the Vice President will be Chair Chuck Hutchison (NE), and the Secretary will be Chair Kim David (OK). The RSC approved HITT C1 to decouple Schedule 9 and 11 pricing zones, a seams policy paper, and the kick-off for FERC Order 1920 compliance. The RSC recommended the board *approve RR632-Date change for Attachment AA as presented.*

Stuart Solomon made and Ben Trowbridge seconded a motion to approve RR632-Date change for Attachment AA as presented. The Members Committee voted in favor with 1 opposed (Basin Electric Power Cooperative) and 0 abstentions. The Board voted by secret ballot and approved the motion.

3.2 Finance Committee (FC) Report

FC Chair Stuart Solomon provided the FC report. He provided a high-level overview of the 2025 annual budget. Chief Finance Officer David Kelley (SPP) then presented details of the 2025 budget, including the financial planning process, the FC's approach to the budget, budget priorities for 2025, and key factors in the 2025 budget decisions. The FC approved the 2025 budget unanimously and recommended the board *approve the 2025 SPP operating budget, which includes total expenses of \$296.3 million and a Net Revenue Requirement of \$204.0 million, as well as the 2025 capital budget allocation of \$22.1 million.*

A stakeholder noted their appreciation for SPP's diligence in preparing the budget, adding that forecasted year-over-year increases are not sustainable and that SPP needs to keep affordability top of mind and work to control costs going forward.

Barbara Sugg made and Susan Certoma seconded a motion to approve the 2025 SPP operating budget, which includes total expenses of \$296.3 million and a Net Revenue Requirement of \$204.0 million, as well as the 2025 capital budget allocation of \$22.1 million. The Members Committee voted in favor with 0 opposed and 0 abstentions. The Board of Directors voted by secret ballot and approved the motion.

3.3 Oversight Committee (OC) Report

Directors Hepper, Moore and Trowbridge led a discussion on Oversight Committee (OC) activities, including updates from the Market Monitoring Unit (MMU) and SPP's compliance, internal audit, physical security, cyber security, and enterprise risk management groups. The MMU and RTO Markets group jointly presented to the OC recent collaborative efforts including outage coordination, variable energy resource participation in day-ahead markets, and uncertainty product design enhancements.

3.4 Human Resources Committee (HRC) Report

HRC member Susan Certoma provided the HRC report. The HRC approved a revised compliance metric for performance compensation. The group received updates on HR metrics, which are trending in the right direction. Staff reported that SPP has a healthy talent pipeline to support organizational readiness. The 2024 employee survey had a 73% response rate with 91% engagement.

3.5 Strategic Planning Committee (SPC) Report

SPC Chair John Cupparo recapped the SPC's most recent meeting. The group approved the Grid of the Future Report addendum, which was on the board's consent agenda. The SPC reviewed updates on Aspire 2026 initiatives including inter-market optimization, Department Of Energy funding opportunities, 2026 ITP futures guidance, Order 1000 process improvements, and HVDC and seams strategy. The group discussed the SPC's role and how the SPC fits with the existing strategic plan and with the new plan that will soon be developed. The SPC also heard updates on SPP's relationship with the Environmental Protection Agency (EPA). A stakeholder noted the importance of SPP keeping the EPA informed about our need to maintain conventional generation to preserve reliability.

3.6 Markets and Operations Policy Committee (MOPC) Report

MOPC Chair Alan Myers provided the MOPC report. At its October meeting, the MOPC approved 14 revision requests and had an overall average consensus of 99% on 22 approval items. In addition to the approval items, the committee discussed Order 881 and Order 2222, a provisional load policy and a preview of the HVDC process.

Casey Cathey, Engineering Vice President, reviewed the 2024 Integrated Transmission Plan (ITP). This plan will provide a more reliable and resilient grid that plans for extreme weather conditions and facilitates generation interconnection and delivery point load additions. The plan includes 2,333 miles of new transmission and 89 new transmission projects. The portfolio will cost \$7.68 billion and is expected to provide over \$8 in benefit for every dollar spent.

Regarding project staging: MOPC recommended staging the winter weather projects as soon as possible, similar to how SPP stages persistent operational solutions. SPP staff recommended analysis and staging methodology consistent with the existing tariff and ITP Manual. Stakeholders and staff differed only on the Tobias–Elm Creek 345 kV new line and Buffalo Flats–Delaware 345 kV line.

MOPC recommended the board: *approve the 2024 ITP recommended plan.*

- *This includes recommended issuance, modification, and withdrawal of NTCs for projects within the four-year financial commitment window.*
- *Stage projects addressing winter weather needs as those that address persistent operational needs per the staging waiver*
- *The vote includes the approval of the ITP Manual staging waiver*

SPP staff recommended the SPP Board of Directors: *approve the 2024 ITP recommended plan*

- *This includes recommended issuance, modification, and withdrawal of NTCs for projects within the four-year financial commitment window*
- *Stage projects addressing winter weather using traditional ITP interpolation methodology aligned with tariff and ITP Manual*

Directors stated their support for this portfolio of projects and discussed drafting a motion to approve the portfolio separately from the staging issue.

Barbara Sugg made and Steve Wright seconded a motion to approve the ITP 2024 portfolio of projects as developed by SPP staff and approved by the MOPC. This motion does not include a determination for need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware 345 kV projects.

Multiple stakeholders expressed their support of the 2024 ITP and commended SPP staff for developing this portfolio with high-voltage projects that will increase reliability and facilitate integration of lower cost generation. Others shared differing opinions on project staging and questioned the projects' benefits to particular zones.

Members noted that costs will be borne by ratepayers while benefits could be speculative, and requested staff give periodic reports on variables, including load growth, that would support these projects. Staff committed to providing this information quarterly. Several stakeholders noted that projects needed for voltage stability are needed now.

The Members Committee voted in favor with 2 opposed (AECC, GSEC) and 1 abstention (OMPA). The Board voted by secret ballot and passed the motion.

The group discussed staging of the Elm Creek-Tobias and Buffalo Flats-Delaware 345kV projects, the impacts of delaying the projects for further analysis, the stakeholder process,, and the governing documents that impact project staging.

Before the following votes, Jeremy Severson gave his proxy to Lloyd Linke and Mike Wise gave his to proxy to Andrew Lachowsky.

The board discussed a delay in deciding the staging of the two projects; whether it should be by the Dec. 2024 board meeting or by the Feb. 2025 board meeting.

Steve Wright made and Susan Certoma seconded a motion to delay the decision on need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware projects until no later than the Feb. 2024 Board meeting.

Stuart Soloman moved and Ray Hepper seconded an amendment to the motion to delay the decision on need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware projects until no later than the Dec. 2024 Board meeting. The Members Committee voted on the amendment to the motion in favor with 6 opposed (ITC Great Plains, APA, NRDC, Evergy, Northwestern Energy, SPS/Xcel) and 2 abstentions (Liberty Utilities, OMPA). The Board voted by secret ballot and passed the motion.

Steve Wright made and Susan Certoma moved to delay the decision on need by date staging for the Elm Creek-Tobias and Buffalo Flats-Delaware projects until no later than the Dec. 2024 Board meeting. The Members Committee voted on the motion in favor with 5 opposed (APA, NRDC, Pine Gate Renewables, EDP Renewables, ITC Great Plains) and 1 abstention (OMPA). The Board voted by secret ballot and passed the motion.

MOPC recommended the board approve the "2024 ITP Assessment Report" as documentation of completion of the ITP planning process specified in SPP OATT Attachment O Section III.

Barbara Sugg made and Ray Hepper seconded a motion to *approve the "2024 ITP Assessment Report"* as documentation of completion of the ITP planning process specified in SPP OATT Attachment O Section III. The motion passed unanimously.

Casey Cathey briefly discussed in-service date delays for transmission projects to bring transparency about projects that are delayed from the in-service date to which the Transmission Owner originally committed. Stakeholders had previously expressed concern about these delays and their impacts. MOPC recommended the board: *approve the current estimated In-Service Date as reasonable and acceptable to be used to evaluate future In-Service Date deviations.*

Steve Wright made and Susan Certoma seconded a motion to approve the current estimated In-Service Date as reasonable and acceptable to be used to evaluate future In-Service Date deviations. The Members Committee voted in favor with 4 opposed (APA, NRDC, Pine Gate Renewables, EDP Renewables) and 0 abstentions. The Board of Directors voted by secret ballot and approved the motion.

3.7 Staff Report: Long-Term Planning Reserve Margin (PRM)

COO Lanny Nickell discussed an informal steering committee that has been created to provide Load Responsible Entities with more certainty and advance notice of changing PRM requirements. Recent PRM increases haven't allowed members sufficient time to make plans to meet the requirement. This group will execute the board's directive to establish a process to set longer-range PRMs with defined mechanisms for assessing and adjusting the PRM at a reasonable interval. The group plans to bring forward new policies in the first quarter of 2025.

Adjournment

With no further business, Mr. Cupparo adjourned the meeting at 2:00 PM CT.

Respectfully submitted,
Paul Suskie, SPP Corporate Secretary

Name	Company	Proxy
Adrian Rodriguez	Xcel Energy - Texas & New Mexico	Chris Matos Lloyd Linke
Al Tamimi	Sunflower Electric Power Corporation	
Betsy Beck	Google	
Bleau LaFave	NorthWestern Energy	
Brett White	Pine Gate Renewables, LLC	Andrew Lachowsky
Buddy Hasten	Arkansas Electric Cooperative Corporation	
Christy Walsh	Natural Resources Defense Council-Sustainable FERC	Jennifer Smith
Dave Osburn	Oklahoma Municipal Power Authority	
David Mindham	EDP Renewables	Richard Ross
Denise Buffington	Evergy Companies	
Dwayne Fulk	City Utilities of Springfield, Missouri	
Emily Shuart	OG&E	
Jeremy Severson	Basin Electric Power Cooperative	
Joe Lang	OPPD	
Kevin Smith	Tenaska Power Services Co	
Lloyd Linke	Western Area Power Administration	
Mike Wise	Golden Spread Electric Cooperative, Inc.	
Patrick Woods	ITC Great Plains, LLC	
Stacey Burbure	AEP	Nate Morris Robert Pick
Steve Gaw	Advanced Power Alliance	
Tim Wilson	Liberty Utilities	
Tom Kent	Nebraska Public Power District	
Zac Perkins	Tri-County Electric Cooperative, Inc. (TCEC)	

SOUTHWEST POWER POOL, INC.
BOARD OF DIRECTORS AND MEMBERS COMMITTEE
 October 29, 2024
 Little Rock, AR

ATTENDANCE LIST

NAME	COMPANY
Heather Starnes	HLO/MEC
TERI PEMBERTON	KMEA
Christine Aarnes	Sunflower Electric
Jodi Woods	SPP MMU
John Luallen	SPP MMU
Chuck Hutchinson	Nebraska PRB
Randy Christmann	ND PSC (RSC)
Patrick Clarey	FERC
Conrad Bolton	FERC
Matthew Fiorelli	Wartsila
WALT SHUMATE	SHUMATE & Assoc on Behalf of Exe
Michael Clark	AZ Corp. Comm.
Ammon Hasty	AZ Corp Comm
Jordan Foster	SPP
LEE ELLIOTT	INUENERGY
Tessie Kentner	SPP
John Krajewski	NPRB
Kirk Hall	SPP
Kevin Noblet	Liberty
Joseph Hegendoffer	City of Independence, MO

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ATTENDANCE LIST

NAME	COMPANY
Elizabeth Solano	Guidance High Plains
Lisa Barrett	Advanced Energy United
Shawnee Claiborn Peto	PUC TEXAS
Cindy Ireland	AR PSC
Jocise Knayer	Springfield City Utilities
Officer [unclear]	City Utilities of Springfield
Warren Brooks	City Utilities of Springfield, MO
Alex Ovodenko	FERC
Andrew French	KS Corp Comm'n
LEN TAD	SPP
David Kelley	SPP
CASEY CATHEY	SPP
Will Vestel	SPP
Morris Estep	SPP
Terry Wild	SPP
Carson Hampson	SPP
LANNY NICKELL	SPP
Dennis Florom	LES
Carly Masenthin	KS Corporation Commission
Justin Grady	KCC

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ATTENDANCE LIST

NAME	COMPANY
Jeff Wells	Nextera
Tom Kleckuer	RTO Insider
Lise Trudeau	MN PUC
Walt Cecil	MO PSC
Rich Germinder	MO PSC
Neeya Toleman	Verdon Southwest LLC
Jonathan Goldsworthy	ITC Great Plains
Michael Wegner	ITC
Alan Myers	ITC Great Plains
Nick Abraham	ITC Great Plains
David Cohen	ITC Great Plains
Aaron D...	Liberty - Empire District electric Co.
Jennifer Solomon	NextEra
Michael Daly	SPP Staff
Tara Smith	SPP Staff
Robert Pick	NPPD
KEVIN SMITH	TENASKA
C. Richard Ross	AEPSC - AEP company
Chris Mates	Google
ADRIAN RODRIGUEZ	SOUTHWESTERN PUBLIC SVC. CO / XCEL ENERGY

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NAME	COMPANY
Brett White	Pine Gate Renewables
Jeremy Severson	Basin Electric Power Cooperative
Christy Walsh	NRDC
Lloyd Linke	WAPA
Steve [unclear]	APA
AL Tamimi	SEPC
Ben [unclear]	SPP Board
Susan Certoma	SPP Board
IRENE DIMITRY	SPP BOARD
Barbara Sugg	SPP
John Cipparo	SPP Board
Elizabeth D. Moore	SPP Board
Steve Wright	SPP Board
Ray Hepper	SPP Board
Stuart Solomon	SPP Board
Dwayne Fulk	City Utilities of Springfield, MO
NATE MORRIS	LIBERTY UTILITIES (ENDE)
Jennifer Smith	Oklahoma Municipal Power Auth.
Patrick Woods	ITC Great Plains
Joe Lang	OIPID

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NAME	COMPANY
Zac Perkins	TCEC
Denise Buffington	Energy Companies
Andrew Lachowsky	AEEC
Emily Stuart	OGE
MICHAEL WISE	GSEC
John Tuma	MN PUC
Emily Penner	SPP
Paul Sustie	SPP
Britney Lloyd	SPP
JAMES GUY	GSEC
Jarred Codrey	SPS/ Xcel Energy
Natasha Brown	OMPA
Kim O'GUINN	SPP
NEIK MYERS	AZ CC
Will McAdams	McAdams Energy Group
Melissa Trevino	Occidental
Adam Schaeffer	OPPD
Mike Riley	SPP
Bruce Rew	SPP
KEVIN Gunn	EVERGY

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ATTENDANCE LIST

NAME	COMPANY
Steve Vetch	Energy
FELER ABBAS	SPP
Dakota Lamb	TCEC
Matt Caves	WFEL
Kelly Carney	SPP
Mike Ross	SPP
Antoine Lucas	SPP
Natasha Henderson	SPP
David O'Connell	New Mexico PRC
Kara Kalkman	WY PSC
Michael Robinson	WY PSC
Sam Ellis	SPP
Jay Caspar	TransGrin Advisors
Derek Wingfield	SPP
Russell Cary	SPP

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