

Board of Directors & Members Committee Minutes

December 9, 2025

Virtual

SUMMARY OF MOTIONS AND ACTION ITEMS

[Link to materials](#)

1. Call to Order and Administrative Items

SPP Board of Directors Chair Ray Hepper called the meeting to order at 1:00. 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
Lanny Nickell
Stuart Solomon
Steve Wright

Members Committee

Denise Buffington, Evergy
Stacey Burbure, AEP Public Service Co. of Oklahoma
Dwayne Fulk, City Utilities of Springfield
Steve Gaw, Advanced Power Alliance
Buddy Hasten, Arkansas Electric Cooperative Corporation (*Andrew Lachowsky as proxy*)
Bleau LaFave, NorthWestern Energy
Joe Lang, Omaha Public Power District (*Adam Schieffer as proxy*)
Chris Matos, Google Energy
David Mindham, EDP Renewables
Dave Osburn, Oklahoma Municipal Power Authority
Zac Perkins, Tri-County Electric Cooperative (*Dakota Lamb as proxy*)
Robert Pick, Nebraska Public Power District
Adrian Rodriguez, SPS/Xcel Energy (*Jarred Cooley as proxy*)
Jeremy Severson, Basin Electric Power Cooperative
Kevin Smith, Tenaska Power Services (*Mark Foreman as proxy*)
Al Tamimi, Sunflower Electric Power Corp.
Christy Walsh, Natural Resources Defense Council
Brett White, Pine Gate Renewables
Tim Wilson, Liberty Utilities (Empire District)
Mike Wise, Golden Spread Electric Cooperative
C. Patrick Woods, ITC Great Plains
Ken Miller, Oklahoma Gas & Electric

1. Revised 2025 Integrated Transmission Plan Assessment Report & Additional Notices to Construct

Casey Cathey, SPP VP Engineering, gave a short presentation on revisions to the ITP Report and additional Notices to Construct that need to be issued. In his presentation, Casey explained that the Kiowa transformer was in the ITP report as needed but was left out of the NTC table in the report. Related to the J.G. Walker-Cathey project, Casey explained that the ITP Report includes correction of a clerical error related to the project lead time.

Staff recommends the board approve for construction the Kiowa transformer and J.G. Walker – Cathey projects and approve the updated 2025 ITP Assessment Report as modified.

Susan Certoma made and Elizabeth Moore seconded a motion to approve for construction the Kiowa transformer and J.G. Walker – Cathey projects and approve the updated 2025 ITP Assessment Report as modified.

The Members Committee voted in favor with one abstention (Advanced Power Alliance). The Board of Directors voted by secret ballot and approved the motion.

2. Battle Axe-Wolf Camp 115 kV Re-evaluation Request

Casey Cathey, SPP VP Engineering, gave a short presentation on the Battle Axe-Wolf Camp Tap 115 kV re-evaluation request. On November 4, 2025, SPP Board of Directors approved the construction of the Battle Axe – Wolf Camp Tap 115 kV project in southeast New Mexico as part of the 2025 ITP. On December 2, 2025, SPS submitted a request for SPP to reevaluate the project pursuant to Section VIII of Attachment Y of the SPP Tariff. SPS stated the project scope represented a significant and substantive change and said the project no longer aligns with the 2025 ITP Assessment. If approved, staff will confirm whether the revised project scope meets system needs and provides a more cost-effective solution.

Staff recommends pausing the Transmission Owner Selection Process (TOSP) and RFP 000012 (issued December 3, 2025) to no later than the Feb. 2026 Board meeting. SPS will submit updated cost estimates for the non-competitive portions to support the re-evaluation. SPP and SPS findings, along with SPP's recommendation, will be presented to the Board for action.

Staff recommends the Board:

1. Approve recommendation for re-evaluation of the Battle Axe – Wolf Camp Tap 115 kV project.
2. Approve recommendation for suspension of the TOSP and RFP for the Battle Axe – Wolf Camp Tap 115kV project and associated NTC 220972 for the required non-competitive upgrades of Project ID 95160.

Stuart Solomon made and Irene Dimitry seconded a motion to approve the recommendation for re-evaluation of the Battle Axe – Wolf Camp Tap 115 kV project and approve the recommendation for suspension of the TOSP and RFP for the Battle Axe – Wolf Camp Tap 115kV project and associated NTC 220972 for the required non-competitive upgrades of Project ID 95160.

The Members Committee voted in favor with one abstention (Natural Resources Defense Council). The Board of Directors voted by secret ballot and approved the motion.

3. Organizational Effectiveness Review

a. SOC-1 Audit Report

Mike Riley, Chief Compliance Officer, informed the Board that SPP received an unqualified opinion on its SOC-1 audit. This is the 16th consecutive unqualified audit opinion for Integrated Marketplace and Transmission Service Settlements (IM &TSS) system and the fifth consecutive unqualified audit opinion for the Western Energy Imbalance Service (WEIS) Market system. Unqualified independent auditor opinions are a testament to the maturity of SPP's business and General Information Technology controls that support our settlement processes.

b. Board of Directors evaluation

CEO Lanny Nickell reviewed results from a survey of the Board's engagement and effectiveness. Ratings of Board performance remain positive with a 2025 average score of 4.21. There was decreased alignment between ratings from the Board and Members Committee with average variation of 0.61. 100% of the Board responded and 59% of the Members Committee. The largest decrease from 2024 to 2025 was for "board effectively represents the organization to the stakeholder community," dropping 0.27 points.

The Board and Members Committee discussed the need to evaluate the questions included in the survey and determine whether the survey is asking the right questions, or if certain questions should be revised to reflect changes to the Board and SPP over time.

It was suggested that we look for ways to empower the Members Committee to feel that their participation matters. Ray Hepper told the Member Committee they can contact Emily Pennel if they would like to meet with directors individually to provide feedback. He also asked the Members Committee to bring their ideas to the February Board and Members Committee closed session.

c. Stakeholder group effectiveness surveys

Kevin Bryant, SPP Chief Strategy Officer, reviewed results from SPP's annual stakeholder group effectiveness survey. The survey had a 5.2% response rate. Services ratings were generally similar to 2024, but the biggest improvement was the Generator Interconnection process. Satisfaction with staff performance is high: closer to "exceeds" than "meets." SPP's support of stakeholder groups saw a decline in satisfaction, with several comments noting suggestions for improvement. The pace of change in the industry and at SPP has been a challenge. The Board discussed options for improving the survey process, including potentially changing the timing of the surveys and utilizing technological advancements to improve the survey process.

4. Corporate Goals

COO Antoine Lucas reviewed SPP's progress on its 2025 corporate goals: 1. continue resource adequacy risk mitigation, 2. accelerate generator and load interconnection, and 3. western expansion. He highlighted certain items that are "Off-Track" and the reasoning for the delays. Overall, staff has met 40 of 42 milestones for these three goals.

Adjournment

With no further business, Mr. Hepper adjourned the meeting at 2:15 PM CT.

Respectfully submitted,
Paul Suskie, Staff Secretary to the Board of Directors