

**Southwest Power Pool
CORPORATE GOVERNANCE COMMITTEE MEETING**

Teleconference

January 14, 2011

• M I N U T E S •

Agenda Item 1 – Administrative Items

Chair Nick Brown called the meeting to order at 10:03 a.m. Other members in attendance or represented by proxy were: Jim Eckelberger (Director), Cindy Holman (OMPA), Rob Janssen (Dogwood), Kevin Easley (GRDA), and Steve Parr (KEPCo). SPP Staff included Stacy Duckett.

Agenda Item 2 – SPP Organizational Group Rosters

Nick Brown presented organizational group rosters for final consideration by the Committee (Organizational Group Rosters – Attachment). Following discussion, Steve Parr moved approval of the rosters; Kevin Easley seconded the motion, which passed unanimously. The rosters will be presented to the Board of Directors for approval at the January 25 meeting.

Agenda Item 3 – Withdrawal Obligations

The Committee received an update on the withdrawal obligations initiative, as well as status of Omaha Public Power District (OPPD) discussions.

Adjournment

Nick Brown thanked everyone for participating and adjourned the meeting at 10:37 a.m.

Respectfully submitted,

Stacy Duckett, Secretary

Business Practices Working Group

First Name	Last Name	Company	Sector	TO/TU
Jessica	Collins	Xcel	Investor-owned	TO
Randy	Gillespie	Kelson Energy	IPP	TU
Ed	Hammons	GRDA	State/Fed	TO
James	Hotovy	NPPD	State/Fed	TO
Rick	McCord	Empire District	Investor-owned	TO
Richard	Ross	AEP	Investor-owned	TO
Robert	Walker **	Cargill	IPP/Marketer	TU
Kara	Whillock	Tenaska	IPP	TU
Grant	Wilkerson *	Westar	Investor-owned	TO
Jimmy	Womack	SPP		

* Chairman

** Vice Chairman

Consolidated Balancing Authority Steering Committee

First Name	Last Name	Company	Sector	TO/TU
Bob	Adam	Board of Public Utilities (Kansas City, KS)	Municipal	TU
Douglas	Collins	Omaha Public Power District	State/Federal	TO
Jessica	Collins	Xcel Energy	Investor-owned	TO
Patty	Denny	Kansas City Power & Light	Investor-owned	TO
Alan	Derichsweiler	Western Farmers Electric Coop	Cooperative	TO
Anthony	Due	Empire District Electric	Investor-owned	TO
William	Grant	Xcel Energy	Investor-owned	TO
Ron	Gunderson	Nebraska Public Power District	State	TO
Steve	Haun	Lincoln Electric System	Municipal	TU
Shah	Hossain	Wester Energy	Investor-owned	TO
Paul	Johnson *	American Electric Power	Investor-owned	TO
Rick	McCord	Empire District Electric	Investor-owned	TO
Kim	Morphis	Oklahoma Gas & Electric	Investor-owned	TO
Bill	Nolte	Sunflower Electric	Cooperative	TO
David	Pritchard	American Electric Power	Investor-owned	TO
Randy	Root	Grand River Dam Authority	State	TO
Eric	Ruskamp	Lincoln Electric System	Municipal	TU
Mike	Stafford	Grand River Dam Authority	State	TO
Noman	Williams	Sunflower Electric	Cooperative	TO
Shari	Brown	SPP		

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CRITICAL INFRASTRUCTURE PROTECTION WORKING GROUP

First Name	Last Name	Company	Sector	TO/TU
Ronald	Allen	American Electric Power	Investor-Owned	TO
Dewayne	Ashford	OG&E	Investor-Owned	TO
Sarah	Blankenship	Board of Public Utilities KS	Municipal	TU
John	Breckenridge	Kansas City Power & Light Co	Investor-Owned	TO
David	Crayne	Empire District Electric Co.	Investor-Owned	TO
Tony	Eddleman	Nebraska Public Power District	State Agency	TO
Michael	Fitzpatrick	Omaha Public Power District	State Agency	TO
Pete	Lepage	Dogwood Energy, LLC	IPP/Marketer	TU
Mark	MacDonald	Cleco Power, LLC	Investor-Owned	TU
Robert	McClanahan *	Arkansas Electric Coop. Corp.	Cooperative	TU
Sandy	Meyers	City Utilities of Springfield, MO	Municipal	TU
Steve	Moll	Westar Energy, Inc.	Investor-Owned	TO
Daniel	Moore	Western Farmers Electric Coop.	Cooperative	TO
Mike	Murray	City of Independence, MO	Municipal	TU
Keith	Overland	Sunflower Electric	Cooperative	TO
Philip	Propes	Southwest Power Pool		

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CHANGE WORKING GROUP

First Name	Last Name	Company	Sector	TO/TU
Timothy	Arlt	Nebraska Public Power Dist	State Agency	TO
Darryl	Boggess	Western Farmers Elec. Coop	Cooperative	TO
Mercedes	Clements	Arkansas Electric Coop. Corp.	Cooperative	TU
Adam	Cochran	Tenaska Power Services	Independent Power Producer	TU
Jessica	Collins *	Xcel Energy	Investor-Owned	TO
Greg	DePratt	Empire District Elec. Co.	Investor-Owned	TO
James	Fife	Entergy Services	Investor-Owned	TU
Terry	Gates**	American Electric Power	Investor-Owned	TO
Randy	Gillespie	Kelson Energy	IPP/Marketer	TU
John	Hare	Oklahoma Gas & Electric	Investor-Owned	TO
Jim	Jacoby	American Electric Power	Investor-Owned	TO
Shane	Jenson	Omaha Public Power Dist.	State Agency	TO
Mitchel	Krysa	Kansas City Power & Light	Investor-Owned	TO
Mike	Lindberg	Board of Public Utilities of Kansas City	Municipals	TU
Jim	Medford	Westar Energy, Inc	Investor-Owned	TO
Mike	Oliver	Lincoln Electric System	Municipal	TU
Michael	Wise	Golden Spread Elec. Coop.	Cooperative	TU
Mark	Worf	Sunflower Electric Power Corp.	Cooperative	TO
Jenny	Erwin Anderson	Southwest Power Pool		

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ECONOMIC STUDIES WORKING GROUP

First Name	Last Name	Company	Sector	TO/TU
Jason	Atwood	Dogwood Energy	Independent Power Producer	TU
Paul	Dietz	Westar Energy	Investor-owned	TO
Blake	Elliott	Board of Public Utilities	Municipal	TU
Kip	Fox**	AEP	Investor-owned	TO
Leon	Howell	OG&E	Investor-owned	TO
Doug	Kallesen	Nebraska Public Power District	State/Federal	TO
Sam	Loudenslager (Liaison)	APSC	State/Federal	
Mark	Loveless	Oklahoma Municipal Power Authority	Municipal	TU
Bruce	Merrill	Lincoln Electric	Municipal	TU
Alan	Myers *	ITC Great Plains	Independent Trans Companies	TO
Mike	Proctor (Liaison)	Consultant		
James	Sanderson (Liaison)	KCC	State/Federal	
Greg	Sweet	Empire District	Investor-owned	TO
Al	Tamimi	Sunflower Electric	Cooperative	TO
Bruce	Walkup	Arkansas Electric	Investor-owned	TU
Charles	Cates	Southwest Power Pool		

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** Vice Chairman

Generation Working Group

First Name	Last Name	Company	Sector	TO/TU
Jessica	Collins	Xcel Energy	Investor-owned	TO
Jim	Fehr	NPPD	State/Federal	TO
Andrew	Lachowsky	AECC	Cooperative	TU
Blake	Mertens	EDE	Investor-owned	TO
Brock	Ondayko	AEP	Investor-owned	TO
Mike	Sheriff	OGE	Investor-owned	TO
Bryan	Taggart	Westar	Investor-owned	TO
Bill	Valagura	Calpine	IPP/Marketer	TU
Mitchell	Williams *	WFEC	Cooperative	TO
Scott	Jordan	SPP		

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Model Development Working Group

First Name	Last Name	Company	Sector	TO/TU
Mo	Awad	Westar	Investor-owned	TO
Dustin	Betz	NPPD	State/Federal	TO
John	Boshears	City Utilities	Municipal	TU
Mike	Clifton	OGE	Investor-owned	TO
Joe	Fultz **	GRDA	State/owner	TO
Nathan	McNeil	Midwest Energy	Cooperative	TO
Rene	Miranda	Xcel Energy	Investor-owned	TO
Nate	Morris	Empire Electric	Investor-owned	TO
Scott	Rainbolt *	AEP	Investor-owned	TO
Scott	Schichtl	AECC	Cooperative	TU
Jason	Shook	GDS Assoc. (for NTEC)	Cooperative	TU
Brian	Wilson	KCPL	Investor-owned	TO
Anthony	Cook	SPP		

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** Co-Chairman

Market Working Group

First Name	Last Name	Company	Sector	TO/TU
Gene	Anderson	OMPA	Municipal	TU
Lee	Anderson	Lincoln Electric System	Minicipal	TU
Jessica	Collins	Xcel	Investor-owned	TO
Patricia	Denny	KCPL	Investor-owned	TO
Randy	Gillespie	Kelson Energy	IPP/Marketer	TU
Shah	Hossain	Westar	Investor-owned	TO
James	Liao	Western Farmers	Cooperative	TO
Rick	McCord	Empire	Investor-owned	TO
Aaron	Rome	Midwest Energy	Cooperative	TO
Richard	Ross *	AEP	Investor-owned	TO
Ann	Scott	Tenaska	IPP/Marketer	TU
Keith	Sugg **	AECC	Cooperative	TU
Darrell	Wilson	OG+E	Investor-owned	TO
Michael	Wise	Golden Spread	Cooperative	TU
Rick	Yankovich	OPPD	State/Fed	TO
Deborah	James	SPP		

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** Vice Chairman

Operating Reliability Working Group

First Name	Last Name	Company	Sector	TO/TU
Jason	Atwood	Kelson Energy	IPP	TU
Anthony	Due	Empire District	Investor-owned	TO
Allan	George	Sunflower Electric	Cooperative	TO
Walter	Gosnell	OPPD	State Agency	TO
Ron	Gunderson	NPPD	State Agency	TO
Steve	Haun	Lincoln Electric System	Municipal	TU
Allen	Klassen **	Westar	Investor-owned	TO
Paul	Lampe	City of Independence, MO	Municipal	TU
Danny	McDaniel	CLECO	Investor-owned	TU
Kyle	McMenamin	Xcel	Investor-owned	TO
David	Pritchard	American Electric Power	Investor-owned	TO
John	Stephens	City Utilities of Springfield	Municipal	TU
Jim	Useldinger *	KCPL	Investor-owned	TO
Michael	Wech	Southwestern Power Administration		
Jason	Smith	SPP		

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** Vice Chairman

Operations Training Working Group

First Name	Last Name	Company	Sector	TO/TU
Richard	Appel **	Sunflower Electric Power	Cooperative	TO
Shannon	Bolan *	NPPD	State Agency	TO
Mike	Crouch	Oklahoma Gas and Electric Co.	Investor-Owned	TO
Mark	Eastwood	City Utilities of Springfield	Municipal	TU
Robert	Hirschak	Cleco	Investor-Owned	TU
Mike	Hood	Arkansas Electric Cooperative Corp	Cooperative	TU
Rod	Lewis	Kansas City Power & Light	Investor-Owned	TO
Misty	Revenew	Westar Electric	Investor-Owned	TO
Edgar	Rivera	LUS	Municipal	TU
Stanley	Winbush	American Electric Power	Investor-Owned	TO
Jim	Gunnell	SPP		

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** Vice Chairman

Regional Tariff Working Group

First Name	Last Name	Company	Sector	TO/TU
Carrie	Cooper	East Texas Electric Coop	Cooperative	TU
Bill	Dowling	Midwest Energy, Inc.	Cooperative	TO
Ronald	Gary	Lafayette Utilities System	Municipal	TU
Thomas	Hestermann	Sunflower Electric	Cooperative	TO
Robert	Janssen	Dogwood Energy, LLC	Independent Power Producer	TU
David	Kays	Oklahoma Gas & Electric	Investor-Owned	TO
Lloyd	Kolb	Golden Spread Electric	Cooperative	TU
Rich	Kosch	Lincoln Electric System	Municipal	TU
Brett	Leopold	ITC Great Plains	Independent Transmission Co.	TO
Thomas	Littleton	Oklahoma Municipal Power Authority	Municipal	TU
Bernard	Liu	Xcel Energy	Investor-Owned	TO
Charles	Locke **	Kansas City Power & Light	Investor-Owned	TO
Paul	Malone	Nebraska Public Power District	State Agency	TO
Robert	Pennybaker	American Electric Power	Investor-Owned	TO
Eddy	Reece	Rayburn Country Electric	Cooperative	TU
Dennis	Reed *	Westar Energy	Investor-Owned	TO
Robert	Shields	Arkansas Electric Co-op	Cooperative	TO
Bary	Warren	The Empire District Electric	Investor-Owned	TO
Mitchell	Williams	Western Farmers Electric Co-op	Cooperative	TO
Heather	Starnes	Southwest Power Pool	SPP	
Katy	Onnen	Southwest Power Pool	SPP	

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System Protection and Control Working Group

First Name	Last Name	Company	Sector	TO/TU
Bud	Averill	GRDA	Investor-owned	TO
Brent	Carr	Arkansas Electric Cooperative Corp	Cooperative	TU
Louis	Guidry	Cleco	Investor-owned	TU
Rick	Gurley	Public Service Co.	Investor-owned	TO
Tim	Hinken	KCPL	Investor-owned	TO
Shawn	Jacobs *	OGE	Investor-owned	TO
Ron	Mclvor	OPPD	State/Federal	TO
Heidt	Melson *	Xcel energy	Investor-owned	TO
Lynn	Schroeder	Westar	Investor-owned	TO
Matt	Thykkuttathil	Sunflower Electric	Cooperative	TO
Steve	Wadas	NPPD	State/Federal	TO
Ken	Zellefrow	City Utilities of Springfield	Municipal	TU
Jason	Speer	SPP		

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** Vice Chairman

Seams Steering Committee

First Name	Last Name	Company	Sector	TO/TU
Jason	Atwood	Dogwood Energy	IPP	TU
Oliver	Burke	Entergy Services	Investor-owned	TU
Jeff	Knottek	City Utilities of Springfield, MO	Municipal	TU
Jacob	Langthorn, IV	OG&E	Investor-owned	TO
Paul	Malone*	Nebraska Public Power District	State Agency	TO
Richard	Ross	American Electric Power	Investor-owned	TO
Christopher	Standifer	Kansas City Power & Light	Investor-owned	TO
Brian	Thumm	ITC Holdings/Great Plains	IPP	TU
Bary	Warren**	Empire District Electric	Investor-owned	TO
Dowell	Hudson	SPP		

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** Vice Chairman

Transmission Working Group

First Name	Last Name	Company	Sector	TO/TU
Jason	Atwood	Dogwood	IPP/Marketer	TU
John	Chamberlin	City Utilities of Springfield	Municipal	TU
Jason	Fortik	LES	Municipal	TU
Ronnie	Frizzell	AECC	Cooperative	TU
John	Fulton	Xcel	Investor-owned	TO
Joe	Fultz	GRDA	State/owner	TO
Travis	Hyde**	OGE	Investor-owned	TO
Dan	Lenihan	OPPD	State/Federal	TO
Randy	Lindstrom	NPPD	State/Federal	TO
Jim	McAvoy	OMPA	Municipal	TU
Sam	McGarrah	EDE	Investor-owned	TO
Matt	McGee	AEP	Investor-owned	TO
Nathan	McNeil	Midwest Energy	Cooperative	TO
Alan	Myers	ITC Great Plains	Independent Transmission	TU
John	Payne	KEPCo	Cooperative	TU
Jason	Shook	GDS for ETEC	Cooperative	TU
Mitchell	Williams	WFEC	Cooperative	TO
Noman	Williams *	Sunflower	Cooperative	TO
Harold	Wyble	KCPL	Investor-owned	TO
Tony	Gott (Liaison)	Associated Electric	n/a	
David	Sargent (Liaison)	SPA	n/a	
Paul	Simoneaux Jr. (Liaison)	Entergy Services	n/a	
Rachel	Hulett	SPP		

* Chairman

** Vice Chairman