

**Southwest Power Pool**  
**CORPORATE GOVERNANCE COMMITTEE MEETING**

**March 7, 2006**  
**Teleconference**

• M I N U T E S •

**Agenda Item 1 – Administrative Items**

Chair Nick Brown called the meeting to order at 3:32 p.m. Other members in attendance or represented by proxy were: Jim Eckelberger (Director), Harry Dawson (OMPA), Kevin Easley (GRDA), Steve Parr (KEPCo), Mel Perkins (OG+E), Jim Stanton (Calpine) and Stacy Duckett (SPP Staff Secretary).

Mr. Brown referred to draft minutes for the April 26, 2005; May 17, 2005; and January 23, 2006 meetings and asked for corrections or a motion for approval (CGC Minutes 4/26/05, 5/17/25, 1/23/06 – Attachment 1). Mr. Easley moved that the minutes be approved as presented. Mr. Eckelberger seconded the motion, which passed unanimously.

**Agenda Item 2 – Administrative Duties**

Nick Brown noted a need to review responsibilities of the Corporate Governance Committee as outlined in the SPP Bylaws (SPP Bylaws 6.6 and 4.2 – Attachment 2). Mr. Brown reviewed the responsibilities and then asked the committee to discuss the status of each. Mel Perkins relayed a discussion with other Transmissions Owners regarding the filling of Board of Directors seats, particularly in the case where a term is expiring. It was proposed to establish a procedure to conduct a search every year, rather than only when an actual vacancy occurs. Following discussion, it was concluded that the current process of polling the Corporate Governance Committee, Members Committee and other memberships regarding performance of directors whose terms are expiring each year be continued. The committee will consider feedback and determine whether a search is needed on a case-by-case basis.

The group also discussed criteria for directors and the size of the Board of Directors. No changes are proposed for consideration.

Mr. Eckelberger moved and Mr. Dawson seconded the deletion of 6.6(e) and 6.6(f) of the SPP Bylaws as they are duplicative. The motion passed unanimously. This recommendation will be presented at the April Board of Directors meeting.

**Agenda Item 3 – Annual Self-assessment**

Stacy Duckett reviewed the annual assessment process and the expanded process for 2006 (CGC Assessment – Attachment 3). The group will receive a survey later this year.

**Agenda Item 4 – Vacancies**

Nick Brown reviewed current vacancies (Board Appointment Recommendation – Attachment 4). Mr. Dawson moved and Mr. Easley seconded the recommendation that Tom Grennan replace Steve Parr on the Members Committee and the Strategic Planning Committee. The motion passed unanimously.

The group decided to table the remaining vacancies until nominees are provided by Westar for consideration by the committee.

**Agenda Item 5 – Expiring Terms**

Nick Brown reported that the current Members Committee representatives whose terms expire at the end of 2006 are willing to continue to serve (Term Expirations – Attachment 5). Mr. Brown had no requests from other Members to be considered for service. Mr. Parr moved to approve the Members Committee

slate. Mr. Dawson seconded the motion. Mr. Stanton suggested some additional notice to Members regarding expiring terms and the process to fill/express interest. The motion failed with 4 against and 3 in favor. An announcement will be made at the Markets and Operations Policy Committee meeting on March 9. The Members Committee expiring terms will be reconsidered at the next Corporate Governance Committee meeting.

Mr. Dawson asked whether we are seeking retail and/or alternative power members. Mr. Brown responded that withdrawal fees continue to be a deterrent to their joining.

The Board of Directors expiring terms were discussed. Mr. Eckelberger adjourned due to the discussion of his position. Mr. Brown reported that polling results indicated support for Jim Eckelberger and Harry Skilton to continue serving on the Board; they are each willing to serve. The Board of Directors elects a chair and vice chair every two years. The Corporate Governance Committee and/or the Membership can provide opinions to the Board of Directors regarding the chairmanship. Mr. Dawson moved and Mr. Easley seconded the recommendation to nominate Jim Eckelberger and Harry Skilton to additional three-year terms. The motion passed unanimously. There was additional discussion regarding the chairmanship from an historical approach and SPP Bylaws requirements. The group consensus was that reconsideration of chair and vice chair should remain on a two-year cycle. This would be beneficial for the organization and give others the opportunity to serve. Mr. Brown is to communicate this to the Board of Directors.

The group discussed whether the corporation should consider a one-year term for the chair and/or to limit the number of terms a director or chair may serve. No action was taken at this time.

**Agenda Item 6 – Future Meetings**

Future meetings will be scheduled as needed.

**Adjournment**

Nick Brown thanked everyone for participating and adjourned the meeting at 4:47 p.m.

Respectfully Submitted,

Stacy Duckett, Secretary



**Southwest Power Pool, Inc.**  
**CORPORATE GOVERNANCE COMMITTEE MEETING**

**March 7, 2006**  
**Teleconference**

**• A G E N D A •**

3:30 p.m. central

1. Call to Order and Administrative Items ..... Nick Brown
2. Administrative Duties ..... Nick Brown
  - a. Criteria for Directors
  - b. Composition of the Board
  - c. Governance Approach
3. Annual Self-assessment ..... Stacy Duckett
4. Vacancies ..... Nick Brown
  - a. Members Committee
  - b. Finance Committee
5. Expiring Terms..... Stacy Duckett
  - a. Board of Directors
  - b. Members Committee
6. Future Meetings..... Nick Brown

**Southwest Power Pool  
CORPORATE GOVERNANCE COMMITTEE MEETING  
April 26, 2005  
Crowne Plaza Austin – Austin, TX**

**• M I N U T E S •**

**Agenda Item 1 – Administrative Items**

SPP Chair Nick Brown called the meeting to order at 2:20 p.m. The following members were in attendance or represented by proxy: Nick Brown (SPP); Jim Eckelberger (Director); Kevin Easley (GRDA); Mel Perkins (OG+E); Jim Stanton (Calpine). Also in attendance: Michael Desselle (AEP); Quentin Jackson, Phyllis Bernard, Harry Skilton and Josh Martin (Directors). Staff in attendance: Stacy Duckett and Carl Monroe.

Mr. Brown referred to draft minutes for the April 9, 2004; January 17, 2005; March 18, 2005; and April 8, 2005 meetings and asked for corrections or a motion for approval (4/9/04, 1/17/05, 3/18/05 and 4/8/05 Minutes – Attachment 1). Mr. Perkins moved that the minutes be approved as presented. Mr. Eckelberger seconded the motion, which passed unanimously.

**Agenda Item 2 – Board of Directors**

Expectations of the Board of Directors in a Member-Driven Organization: Mr. Eckelberger noted issues that previously arose around the Board of Directors voting differently from the Members Committee at the October meeting. He requested input from members present as to their expectations of the Board of Directors as it acts independently, but also in support of the membership. Following discussion, it was determined that this topic be further discussed at a future meeting.

Annual Review of Effectiveness: Nick Brown reviewed results of the evaluation survey (Directors Evaluation – Attachment 2). Results will be provided to the Board at their July meeting. The group was also asked to consider how results might contribute to strategic planning.

Voting/Secret Ballot: Nick Brown agreed to re-visit this issue but feels no need to change at this time.

Compensation: Nick Brown provided background on results of the Board of Directors compensation survey (Directors Compensation – Attachment 3). Southwest Power Pool is competitive with other ISO/RTOs in total compensation but allocates it differently between the annual retainer fee and meeting fees. There was also discussion as to whether Directors should be compensated for attending committee/working group meetings of which they are not a member but requested to participate on behalf of SPP. The group concurred to maintain the current fee schedule, but add a structure for participation in unassigned committees/working groups and other meetings/events. The Staff is to develop a proposal for the committee's consideration. The group will also examine opportunities for training/education at the July meeting.

Term Expirations/2005: Stacy Duckett briefly discussed term expirations (Term Expirations/2005 – Attachment 4).

National Association of Corporate Directors Membership: It was recommended and decided that the entire Board of Directors join the National Association of Corporate Directors, and work with staff to develop plans for utilization of the training and resources offered (National Association of Corporate Directors – Attachment 5).

Nick Brown thanked everyone for participating and adjourned the meeting at 4:05 p.m.

Respectfully Submitted,

Stacy Duckett, Secretary



**Southwest Power Pool**  
**CORPORATE GOVERNANCE COMMITTEE MEETING**  
**May 17, 2005**  
**Kansas City Airport Marriott, Kansas City, MO**

**• M I N U T E S •**

**Agenda Item 1 – Administrative Items**

SPP Chair Nick Brown called the meeting to order at 8:00 a.m. Other members in attendance or represented by proxy were: Jim Eckelberger (Director), Kevin Easley (GRDA), Mel Perkins (OG+E), Jim Stanton (Calpine), Dave Christiano (City of Springfield), and Steve Parr (KEPCo). Larry Klock (Russell Reynolds Associates) was also in attendance. SPP Staff included Stacy Duckett.

**Agenda Item 2 – Board of Directors Candidate Interviews**

The committee interviewed four previously selected candidates. Following the interviews, the committee discussed each candidate and ranked them. Kevin Easley moved and Steve Parr seconded a ranking of the candidates to be provided to Russell Reynolds Associates. The motion passed unanimously.

**Agenda Item 3 – Board of Directors Compensation**

The committee was asked to provide feedback to the Human Resources Committee regarding Director compensation based upon the results of the recent Towers Perrin Study. The committee discussed a recommendation to provide compensation for attendance at other/special meetings and events (Attachment 1). The recommendation was revised to include compensation of \$250 for participation by teleconference. Steve Parr moved and Kevin Easley seconded the revised recommendation. The motion passes unanimously.

Nick Brown thanked everyone for participating and adjourned the meeting at 1:15 p.m.

Respectfully Submitted,

Stacy Duckett, Secretary

**Southwest Power Pool**  
**CORPORATE GOVERNANCE COMMITTEE MEETING**

**January 23, 2006**

**Teleconference**

**• M I N U T E S •**

**Agenda Item 1 – Administrative Items**

SPP Chair Nick Brown called the meeting to order at 11:00 a.m. Other members in attendance or represented by proxy were: Jim Eckelberger (Director), Kevin Easley (GRDA), Mel Perkins (OG+E), and Jim Stanton (Calpine). SPP Staff included Stacy Duckett.

Mr. Brown referred to draft minutes for the September 1, 2005 meeting and asked for corrections or a motion for approval (Minutes 9/1/05– Attachment 1). Mr. Perkins moved that the minutes be approved as presented. Mr. Stanton seconded the motion, which passed unanimously.

**Agenda Item 2 – Board of Directors Evaluation**

Nick Brown reviewed the BOD Evaluation process and its role in assessing organizational effectiveness (BOD Evaluations – Attachment 2). Also reviewed were some actions that have been taken to address some of the items that received lower ratings. Other action items were discussed. A Board of Directors training session is planned for the June 2006 meeting including having each type of member represented through presentation of history and issues being faced. Also under consideration is how or whether to conduct sector roundtables with the Board of Directors for the purpose of enhancing communication. The group will continue to consider ways to address the Board evaluation. Mel Perkins raised the question of whether the Regional State Committee process has been integrated into the SPP organizational process. SPP has focused on this through business processes rather than governance changes.

**Agenda Item 3 – Officers 360 Evaluation Results**

Nick Brown reviewed how the 360 evaluations have been implemented for the officer team (BOD 360 Evaluations – Attachment 3). SPP will implement a 360 evaluation process for all managerial staff going forward. Tools are being considered to implement this. Mr. Brown will keep the committee informed of any progress.

**Agenda Item 4 – Current Vacancies**

Stacy Duckett reviewed vacancies and the process for filling each as well as recommended nominees (Appointment of Committee Representation – Attachment 4). Jim Eckelberger moved and Mel Perkins seconded the approval of the recommendation as presented. The motion passed unanimously.

Nick Brown then presented a recommendation that a Director be appointed as the standing liaison to the MOPC to facilitate continuity, particularly given the complexity and number of issues that the group addresses. Larry Altenbaumer is interested in serving in this role. He is currently the only Director serving on only one committee and his background and skills would be beneficial. Discussion determined that two directors should also continue to participate on a rotating basis. Jim Eckelberger will review the current schedule and adjust as needed. Mr. Brown then discussed compensation, which may need to be adjusted. Compensation will be addressed at a later date.

**Agenda Item 5 – 2006 Expirations**

Stacy Duckett reviewed terms expiring at the end of 2006 (Term Expirations/2006 – Attachment 5). Nick Brown noted that if we replace Directors, we must engage a search firm and allow time for that process. Mr. Brown will contact committee members and others to assess their status.

**Agenda Item 7 – Members Committee/Election Process**

Stacy Duckett reviewed issues raised regarding the nominations process for the Members Committee (Election Process – Attachment 6). Nick Brown reviewed the Staff role in the process: 1) maintain a list/record of those interested in serving; and 2) if no one has expressed interest, soliciting/recommending nominees. Discussion followed regarding the Corporate Governance Committee role in this process. There may be an issue of communicating the process/roles better to assure awareness. It was the consensus to retain the current structure of sector voting for the Corporate Governance Committee representatives, and then the committee working as a whole to consider the Members Committee and other groups. The Staff will focus on the communication process.

**Agenda Item 6 – SWPA Request for Vote**

Stacy Duckett presented the Southwestern Power Administration (SWPA) request including the Strategic Planning Committee discussion (SWPA Request – Attachment 7). Nick Brown provided additional background. The group directed Staff to follow-up with SWPA regarding changes in the status given EPAct provisions allowing federal agencies to join ISOs and RTOs. Staff will report back prior to any definitive action by the committee.

**Agenda Item 8 – Other**

Nick Brown discussed a memo from Harry Skilton regarding shifting valuation and financial reporting of SPP's pension and medical plan liability from the Human Resources Committee to the Finance Committee (Skilton Memo – Attachment 8). The chairs of each area are in concurrence as is Staff. Jim Eckelberger expressed disagreement. Mr. Brown will revisit the issue with the chairs and address it at a future meeting.

**Future Meetings**

TBA

**Adjournment**

Nick Brown thanked everyone for participating and adjourned the meeting at 12:20 p.m.

Respectfully Submitted,

Stacy Duckett, Secretary

**Corporate Governance Committee  
March 7, 2006**

**Reference Material for Agenda Items 2.a. and 2.c.**

**6.6 Corporate Governance Committee**

To the extent that the membership allows, the Corporate Governance Committee (CGC) shall be comprised of nine members. One representative shall be the President of SPP who will serve as the Chair; the Chairman of the Board, unless his/her position is under consideration, in which case the Vice Chairman of the Board; one representative shall be representative of and selected by investor owned utilities Members; one representative shall be representative of and selected by co-operatives Members; one representative shall be representative of and selected by municipals Members; one representative shall be representative of and selected by independent power producers/marketers Members; one representative shall be representative of and selected by state/federal power agencies Members; one representative shall be representative of and selected by alternative power/public interest Members; and one representative shall be representative of and selected by large/small retail Members.

Where a vacancy occurs with respect to a representative of a sector, the representatives from the appropriate sector will fill the vacancy.

The CGC shall meet at least once per calendar year, and additionally as needed, provided that a quorum, as defined in these Bylaws, is present. The CGC shall report to the Board of Directors following each CGC meeting with respect to its activities and with such recommendations, as the CGC deems necessary.

The responsibilities of the Corporate Governance Committee shall include:

- (a) Seek input from the Board of Directors and the Members Committee as to the skills needed to fill any vacancy under consideration;
- (b) In the event of a vacancy or the replacement of an existing director, provide candidates identified by an independent executive search firm for consideration to the Members for election to the Board of Directors;
- (c) Monitor the composition of the Board of Directors to ensure balance, independence, maintenance of qualifications under any applicable laws, avoidance of conflict of interest, and periodic review of the criteria for independence set out in the Bylaws and appropriate regulatory bodies, recommending changes, as appropriate;
- (d) Recommend to the Board of Directors the appointment of Organizational Group representatives and leadership except for the Corporate Governance Committee, the Members Committee, whose representatives are elected by the Members, and the Market and Operations Policy Committee, whose representatives are appointed by the Members;



- (e) Develop criteria governing the overall composition of the Board of Directors for recommendation to the Board of Directors;
- (f) Coordinate an annual review and assessment of the effectiveness of the Board of Directors, its structure, and process;
- (g) Develop recommendations for the Board of Directors regarding a director succession policy;
- (h) Complete a self-assessment annually to determine how effectively the CGC is meeting its responsibilities; and
- (i) Perform such other functions as the Board of Directors may delegate or direct.

**Corporate Governance Committee  
March 7, 2006**

**Reference Material for Agenda Item 2.b.**

**4.2 Composition and Qualifications**

**4.2.1 Composition**

The Board of Directors shall consist of seven persons. The seven directors shall be independent of any Member; one director shall be the President of SPP. A Director shall not be limited in the number of terms he/she may serve. The President shall be excluded from voting on business related to the office of President or the incumbent of that office. No other Staff member shall be permitted to serve as a director.

**4.2.2 Qualifications**

Directors shall have recent and relevant senior management expertise and experience in one or more of the following disciplines: finance, accounting, electric transmission or generation planning or operation, law and regulation, commercial markets, and trading and associated risk management.

SPP Organizational Group Self-Evaluation/Assessment  
(2005)

**GROUP NAME: Corporate Governance Committee**

**CHARTER/SCOPE UPDATE:** Attached Charter/Scope has been reviewed: **Y - N**

**MEMBER ROSTER/ATTENDANCE:**

| Member            | Company                                  | Sector                        | # Present | # Absent |
|-------------------|--|-------------------------------|-----------|----------|
| Brown, Nick       | Chairman                                 | SPP                           | 6         | 0        |
| Eckelberger, Jim  | Director                                 | N/A                           | 6         | 0        |
| Christiano, David | City Utilities,<br>Springfield, Missouri | Municipals                    | 5         | 1        |
| Easley, Kevin     | Grand River Dam<br>Authority             | State Agencies                | 5         | 1        |
| Parr, Steve       | Kansas Electric Power<br>Cooperative     | Cooperatives                  | 5         | 1        |
| Perkins, Melvin   | OG&E Electric Services                   | Investor-Owned                | 4         | 2        |
| Stanton, James R. | Calpine Energy<br>Services, L.P.         | Independent Power<br>Producer | 5         | 1        |
| Duckett, Stacy    | Staff                                    | SPP                           | 6         | 0        |

**AVERAGE OVERALL ATTENDANCE (INCLUDING NON-GROUP MEMBERS):**   9  

**MEETINGS HELD TO DATE:**     **Live**   2       **Teleconference**   4  

**AVERAGE LENGTH OF MEETINGS:**   ?  

**NUMBER OF VOTES TAKEN:**   8  

**\*MEETING COST(S):** \$1,467.79

**MAJOR ACCOMPLISHMENTS/ISSUES ADDRESSED BY THE GROUP:**

- 1. Recommended that the IMM report to the Board of Directors through the Compliance Committee.**
- 2. Selected and recommended a candidate for a vacant director's position.**
- 3. Reviewed and recommended directors' compensation.**
- 4. Provided a slate of candidates to fill expired terms on both the Board of Directors and the Members Committee**
- 5. Directors evaluation**

**MAJOR PENDING ISSUES BEFORE THE GROUP:**

- 1. Continue to fill vacancies that occur on the Board of Directors and committees reporting to the Board**
- 2. Conduct annual Board evaluation**

\* This includes the meeting facilities and meal costs for the working group and any related Task Forces. This does not include teleconferences, net conferences, or staff travel expenses.

Southwest Power Pool, Inc.  
CORPORATE GOVERNANCE COMMITTEE  
Report to the Board of Directors  
January 31, 2006

**BOARD APPOINTMENT OF COMMITTEE REPRESENTATION**

**Organizational Roster**

The following members represent the Corporate Governance Committee:

|                   |                           |
|-------------------|---------------------------|
| Nick Brown, Chair | Director                  |
| Jim Eckelberger   | Director                  |
| Kevin Easley      | Grand River Dam Authority |
| Steve Parr        | KEPCo                     |
| Mel Perkins       | OG+E                      |
| Jim Stanton       | Calpine                   |

**Background**

Doug Henry, Westar, represented the Investor Owned Utilities sector of the membership on the Members Committee and Transmission Owning sector of the membership on the Finance Committee. Steve Parr, KEPCo, represents the Cooperatives sector on the Members Committee as well as the Transmission Using sector of the membership on the Strategic Planning Committee.

**Analysis**

As relates to vacancies on the Members Committee, in accordance with Section 5.1.4 *Vacancies* in the Bylaws:

*"If a vacancy occurs the Corporate Governance Committee may elect an interim representative from the same sector to serve until a replacement representative from the same sector is elected and takes office. A special election shall be held at the next meeting of Members to fill the vacancy for the unexpired term."*

The Corporate Governance Committee met for purposes of selecting an interim representative, that being (Name) from Westar and Tom Grennan from KEPCo.

As relates to vacancies on the Strategic Planning Committee, in accordance with Section 6.2 *Strategic Planning Committee* in the Bylaws:

*"Where a vacancy occurs the Corporate Governance Committee will fill the vacancy on an interim basis until the next meeting of the Board of Directors."*

The Corporate Governance Committee selected Tom Grennan (Transmission Using member, KEPCo) as the interim representative to the Strategic Planning Committee and nominates him to the Board of Directors for appointment.

As relates to vacancies on the Finance Committee, in accordance with Section 6.5 *Finance Committee* in the Bylaws:

*"Where a vacancy occurs the Corporate Governance Committee will fill the vacancy on an interim basis until the next meeting of the Board of Directors."*

The Corporate Governance Committee selected (Name) (Transmission Owning member, Westar) as the interim representative to the Strategic Planning Committee and nominates him to the Board of Directors for appointment.

**Recommendation**

- 1) The Corporate Governance Committee asks that the Board of Directors recognize (Name) from Westar as the representative of the Investor Owned Utilities membership sector on the Members Committee and the Transmission Owning sector of the membership on the Finance Committee until such time as a special meeting of members can be convened for an election.
- 2) The Corporate Governance Committee asks that the Board of Directors recognize Tom Grennan from KEPCo as the representative of the Cooperatives membership sector on the Members Committee as well as the Transmission Using sector of the membership on the Strategic Planning Committee until such time as a special meeting of members can be convened for an election.

**Approved:** Corporate Governance Committee March 7, 2006

**Action Requested:** Approve Recommendation



**Southwest Power Pool, Inc.**  
**CORPORATE GOVERNANCE COMMITTEE**  
**March 7, 2006**

**TERM EXPIRATIONS/2006**

**Background**

Representatives on the Board of Directors and Members Committee serve 3-year terms. To achieve the initial staggering of terms, seats were assigned one, two and three-year terms. The two-year term positions expire at the end of 2006.

**Analysis**

The Corporate Governance Committee is responsible for nominating candidates for the Board of Directors and the Members Committee to the Membership for consideration and election at the Annual Meeting of Members in October. In each case, the committee is to commence the process to nominate candidates at least three months prior to the October meeting, notifying the President of the specific candidates at least one month prior to the October meeting.

The following positions expire at the end of 2006:

Board of Directors:     Jim Eckelberger  
                                       Harry Skilton

Members Committee (sector):     Richard Spring (IOU)  
   Gary Roulet (Cooperatives)  
   Rick Tyler (Cooperatives)  
   Trudy Harper (IPP/Marketer)  
   Kevin Easley (State/Federal Agencies)  
   Current vacant position (Large retail customer)  
   Current vacant position (Public interest/alternative power)

**Action Requested**

Discussion of the process and schedule for presenting nominations at the October 2006 Board of Directors/Members Committee meeting and Annual Meeting of Members.

## SPP MEMBERS COMMITTEE

| SECTOR                                |                  | COMPANY                          | TERM EXPIRES |
|---------------------------------------|------------------|----------------------------------|--------------|
| Investor Owned Utilities              | Vacant           | Westar                           | 2007         |
|                                       | Mel Perkins      | OG+E                             | 2008         |
|                                       | Richard Spring   | KCPL                             | 2006         |
|                                       | Michael Desselle | AEP                              | 2007         |
| Cooperatives                          | Steve Parr       | KEPCo                            | 2008         |
|                                       | Gary Roulet      | WFEC                             | 2006         |
|                                       | Gary Voigt       | AECC                             | 2007         |
|                                       | Rick Tyler       | NTEC                             | 2006         |
| Municipals                            | Jeff Knottek     | City Utilities of<br>Springfield | 2007         |
|                                       | Harry Dawson     | OMPA                             | 2008         |
| IPPs/Marketers                        | Trudy Harper     | Tenaska                          | 2006         |
|                                       | Jim Stanton      | Calpine                          | 2007         |
|                                       | Walt Yeager      | Cinergy                          | 2008         |
| State/Federal Agencies                | Kevin Easley     | GRDA                             | 2006         |
| Large Retail Customer                 | vacant           |                                  | 2008         |
| Small Retail Customer                 | vacant           |                                  | 2007         |
| Public Interest/<br>Alternative Power | vacant           |                                  | 2008         |
|                                       | vacant           |                                  | 2006         |

### Class of 2006

Richard Spring  
 Gary Roulet  
 Rick Tyler  
 Trudy Harper  
 Kevin Easley  
 Publ Int/Alt Pwr (vacant)

### Class of 2007

Investor Owned (vacant)  
 Michael Desselle  
 Gary Voigt  
 Jeff Knottek  
 Jim Stanton  
 Sm. Retail (vacant)

### Class of 2008

Mel Perkins  
 Steve Parr  
 Harry Dawson  
 Walt Yeager  
 Lg. Retail (vacant)  
 Publ Int/Alt Pwr (vacant)

## SPP BOARD OF DIRECTORS

|                   | <b>TERM EXPIRES</b> |
|-------------------|---------------------|
| Phyllis Bernard   | 2007                |
| Nick Brown        | N/A                 |
| Jim Eckelberger   | 2006                |
| Quentin Jackson   | 2007                |
| Josh Martin       | 2008                |
| Larry Altenbaumer | 2008                |
| Harry Skilton     | 2006                |

**Class of 2006**

Jim Eckelberger  
Harry Skilton

**Class of 2007**

Phyllis Bernard  
Quentin Jackson

**Class of 2008**

Josh Martin  
Larry Altenbaumer