

**Southwest Power Pool  
CORPORATE GOVERNANCE COMMITTEE MEETING  
Teleconference Minutes  
April 9, 2004**

**Agenda Item 1 – Call to Order**

Nick Brown called the meeting of the Corporate Governance Committee (CGC) to order at 8:30 a.m. Other members present were Al Strecker (OG+E), Stephen Parr (KEPCo), Dave Christiano (City of Springfield), Jim Stanton (Calpine), and Michael Deihl (SPA) (CGC Roster – Attachment 1).

**Agenda Item 2 – SPP Committee Slates**

Nick Brown reviewed the purpose of the meeting as establishing slates for consideration at the Board of Directors Meeting and the Special Meeting of Members on April 27, 2004. Following considerable discussion Jim Stanton moved to approve the Members Committee slate, removing Mel Perkins from the IOU sector, adding Rick Tyler to the Coops sector, and otherwise accepting as presented (Members Committee - Attachment 2). Michael Deihl seconded the motion, which was approved unanimously. Nick then reviewed the rosters drafted for committees reporting to the Board of Directors (Committees Reporting to BOD – Attachment 3). Following discussion, Stephen Parr moved for approval of rosters as presented, correcting that Michael Desselle is the representative on the Finance Committee rather than Richard Verret. Jim Stanton seconded the motion, which passed unanimously.

**Adjournment**

Nick Brown thanked everyone for participating and adjourned the meeting at 9:15 a.m.

Respectively submitted,

Stacy Duckett

**SPP CORPORATE GOVERNANCE COMMITTEE**

(President of SPP; Chairman of the Board; one representative from each sector)

SECTOR	REQ'D REPS	CURRENT	COMPANY
Investor Owned Utilities	1	Al Strecker	OGE
Cooperatives	1	Steve Parr	KEPCo
Municipals	1	Dave Christiano	City Utilities of Springfield
IPPs/Marketers	1	Jim Stanton	Calpine Energy Services, Inc.
State/Federal Agencies	1	Mike Deihl	SPA
Retail/Alternative/Public Interest	1	vacant	

Nick Brown, Chair

Stacy Duckett, Secretary

## SPP MEMBERS COMMITTEE

SECTOR	REQ'D REPS	CURRENT	COMPANY
Investor Owned Utilities	4	Doug Henry	Westar
		Mike Palmer	EDE
		Richard Spring	KCPL
		Mel Perkins	OGE
		Michael Desselle	AEP
Cooperatives	4	Steve Parr	KEPCo
		Gary Roulet	WFEC
		Gary Voigt	AECC
Municipals	2	Dave Christiano	City Utilities of Springfield
		Harry Dawson	OMPA
IPPs/Marketers	3	Trudy Harper	Tenaska
		Jim Stanton	Calpine
		Walt Yeager	Cinergy
State/Federal Agencies	1	Mike Deihl	SPA
Retail/Alternative/Public Interest	2		

**pre-RTO**

**Compliance Working Group**

Dave Christiano, Chair

Mike McGeeney

Ron Ciesiel, Secretary



**post-RTO**

**Compliance Committee**

(3 BOD members)

Josh Martin, Chair

Phyllis Bernard

Quentin Jackson

Ron Ciesiel, Secretary

**pre-RTO**

**Employee Benefits Working Group**

Jim Eckelberger, Chair

Nick Brown

Harry Dawson

Trudy Harper

Quentin Jackson

Richard Spring

Tom Dunn, Secretary

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**post-RTO**

**Human Resources Committee**

(2 BOD members; 2 TOs; 2 non-TOs)

**BOD**

Quentin Jackson, Chair

Phyllis Bernard

**TOs**

Richard Spring                      KCPL

Mike Deihl                              SPA

**Non-TOs**

Harry Dawson                      OMPA

Trudy Harper                         Tenaska

Tom Dunn, Secretary

**pre-RTO**

**Finance Working Group**

Harry Skilton, Chair

Nick Brown

Jim Eckelberger

Trudy Harper

Tom Dunn, Secretary

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**post-RTO**

**Finance Committee**

(2 BOD members; 2 TOs; 2 non-TOs)

**BOD**

Harry Skilton, Chair

Bob Schoenberger

**TOs**

Doug Henry                      Westar

Richard Verret                 AEP

**Non-TOs**

Trudy Harper                    Tenaska

Gary Voigt                        AECC

Tom Dunn, Secretary

**pre-RTO**

**Strategic Planning Committee**

Richard Spring, Chair  
Ricky Bittle  
Nick Brown  
Dave Christiano  
Michael Desselle  
Trudy Harper  
Mel Perkins  
Jim Stanton

Nick Brown, Secretary

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**post-RTO**

**Strategic Planning Committee**

(3 BOD members; 4 TOs; 4 non-TOs)

**BOD**

Jim Eckelberger  
Josh Martin  
Harry Skilton

**TOs**

Richard Spring, Chair	KCPL
Mike Palmer	Empire District
Mel Perkins	OGE
Michael Desselle	AEP

**Non-TOs**

Ricky Bittle	AECC
Dave Christiano	City Utilities (Springfield)
Steve Parr	KEPCO
Jim Stanton	Calpine

Stacy Duckett, Secretary

## **SPP MEMBERSHIP**

### **Investor-owned**

American Electric Power  
*Public Service Co. of Oklahoma*  
*Southwestern Electric Power Company*

Aquila, Inc.  
*Missouri Public Service*  
*St. Joseph Light & Power*  
*WestPlains Energy*

Cleco Corporation  
The Empire District Electric Co.  
Entergy Services, Inc.  
Exelon Power Team  
Kansas City Power & Light Co.  
OG&E Electric Services  
Southwestern Public Service Co.  
Westar Energy  
*Western Resources, Inc.*  
*Kansas Gas & Electric*

### **Cooperatives**

Arkansas Electric Cooperative Corp.  
East Texas Electric Coop., Inc.  
Kansas Electric Power Coop.  
Midwest Energy, Inc.  
Northeast Texas Electric Cooperative  
Sunflower Electric Power Corp.  
Tex-La Coop. of Texas, Inc.  
Western Farmers Electric Cooperative

### **Municipals**

The Board of Public Utilities, Kansas City, KS  
City of Clarksdale, MS  
City of Lafayette, LA  
City Power & Light, Independence, MO  
City Utilities, Springfield, MO  
Oklahoma Municipal Power Authority  
Public Service Commission of Yazoo City, MS

### **State Agencies**

Grand River Dam Authority  
Louisiana Energy & Power Authority

### **Federal Agency**

Southwestern Power Administration

### **Independent Power Producer**

Calpine Energy Services, LP  
InterGen Services, Inc.  
Tenaska Power Services Co.

### **Marketers**

Aquila Power – Aquila, Inc.  
Cargill-Alliant, LLC  
Cinergy Corporation  
Constellation Power Source  
Coral Power LLC  
Duke Energy Trading & Marketing  
Dynergy Marketing & Trade  
Edison Mission Marketing & Trading, Inc.  
El Paso Merchant Energy, L.P.  
Mirant Americas Energy Marketing, LP  
NRG Power Marketing, Inc.  
TXU Energy Trading Company  
Williams Energy Marketing & Trading Company