

CPS ENERGY
MINUTES OF SPECIAL MEETING OF THE BOARD OF TRUSTEES
HELD ON JULY 15, 2021

A Special Meeting of the CPS Energy Board of Trustees was held on Thursday, July 15, 2021, in the Board Room located on the First Floor of the CPS Energy headquarters located at 500 McCullough, San Antonio, Texas. In order to protect the health of the public and limit the potential spread of the Coronavirus (COVID-19), limited in-person attendance was enforced. Chair Dr. Mackey called the meeting to order at 2:00 p.m.

Present were Board members:

Dr. Willis Mackey, Chair
 Ms. Janie Gonzalez, Vice Chair
 Mr. Ed Kelley
 Mr. John Steen
 Mayor Ron Nirenberg

Also present were:

Ms. Paula Gold-Williams, President & CEO
 Mr. Fred Bonewell, Chief Operations Officer
 Ms. Shanna M. Ramirez, Interim Chief Legal & Ethics Officer, General Counsel & Board Secretary
 Ms. Vivian Bouet, Chief Information Officer
 Ms. Lisa Lewis, Chief Administrative Officer
 CPS Energy Staff Members
 City of San Antonio officials
 Interested Citizens

I. SAFETY MESSAGE, INVOCATION AND PLEDGE OF ALLEGIANCE

A safety message, the invocation and Pledge of Allegiance were delivered by Ms. Loretta Kerner, Director of Board Relations & Chief of Staff to the CEO.

II. PUBLIC COMMENT

No persons were registered, so no public comment occurred.

III. EXECUTIVE SESSION

At approximately 2:09 p.m., Board Secretary Ms. Ramirez announced that the required notice had been posted and that the Trustees, with only necessary parties in attendance, would convene into Executive Session, pursuant to the provisions of Chapter 551 of the Texas Government Code, for possible discussion of a number of posted items, including the following:

- Attorney-Client Matters (§551.071)
- Real Property (§551.072)
- Personnel Matters (§551.074)

- Prospective Gifts (§551.073)
- Security Personnel or Devices (§551.076)
- Security Audits and Devices (§551.089)
- Confidential Information Under the Texas Homeland Security Act (§418.183(f))
- Economic Development Negotiations (§551.076)
- Competitive Matters (§551.086)

The Board reconvened in open session at 3:36 p.m. A quorum was re-established. Ms. Ramirez reported that only the matters cited above, and no others, were discussed and no votes were taken in Executive Session.

IV. RESOLUTION FOR APPROVAL OF REAL ESTATE ITEMS

On motion duly made by Trustee Steen, seconded by Trustee Kelley, and upon affirmative vote by all members present, the following resolution was unanimously approved.

RESOLUTION FOR THE SALE OF SURPLUS PROPERTY

WHEREAS, CPS Energy owns the Mission Road Power Plant property located at 207-303 Mission Road, which is and further depicted in Exhibit A attached hereto (the "Property"); and

WHEREAS, the Property is no longer needed for use in the operation or development of the CPS Energy Gas and Electric Systems (the "Systems"); and

WHEREAS, the EPIcenter no longer plans to develop the Property and has changed its plan from managing a large development project to focusing more on decentralized innovation centers and collaboration spaces; and

WHEREAS, Chapter 272 of the Local Government Code which governs the sale or exchange of land by a municipality provides in Section 272.001 (k) that notice and bidding requirements do not apply to sales of land owned by a municipality operating a municipally owned electric or gas utility if the land is held by the municipal utility, provided that the governing body of the municipal utility adopts a resolution stating the conditions and circumstances of the sale and the public purpose that will be achieved by the sale; and

WHEREAS, the proceeds from the sale of the Property will generate revenue which can be applied to the operation and development of the Systems;

NOW, THEREFORE, BE IT RESOLVED:

1. The recitals to this Resolution are hereby incorporated by reference.
2. The CPS Energy Board of Trustees finds that the Property is surplus property and is no longer needed for use in the operation of the Systems.

3. The CPS Energy Board of Trustees finds that a "public purpose", generating revenue for the operation and development of the Systems, will be achieved by the sale of the Property and, as such, the transactions are exempt from the notice and bidding requirements of Chapter 272 of the Local Government Code.

4. The CPS Energy Board of Trustees hereby authorizes, but does not obligate, the President and CEO, or her designee(s), to determine a final sales price and to take such action as is deemed necessary and appropriate to carry out the purposes and intent of this resolution and complete the sale of all or a portion of the Property.

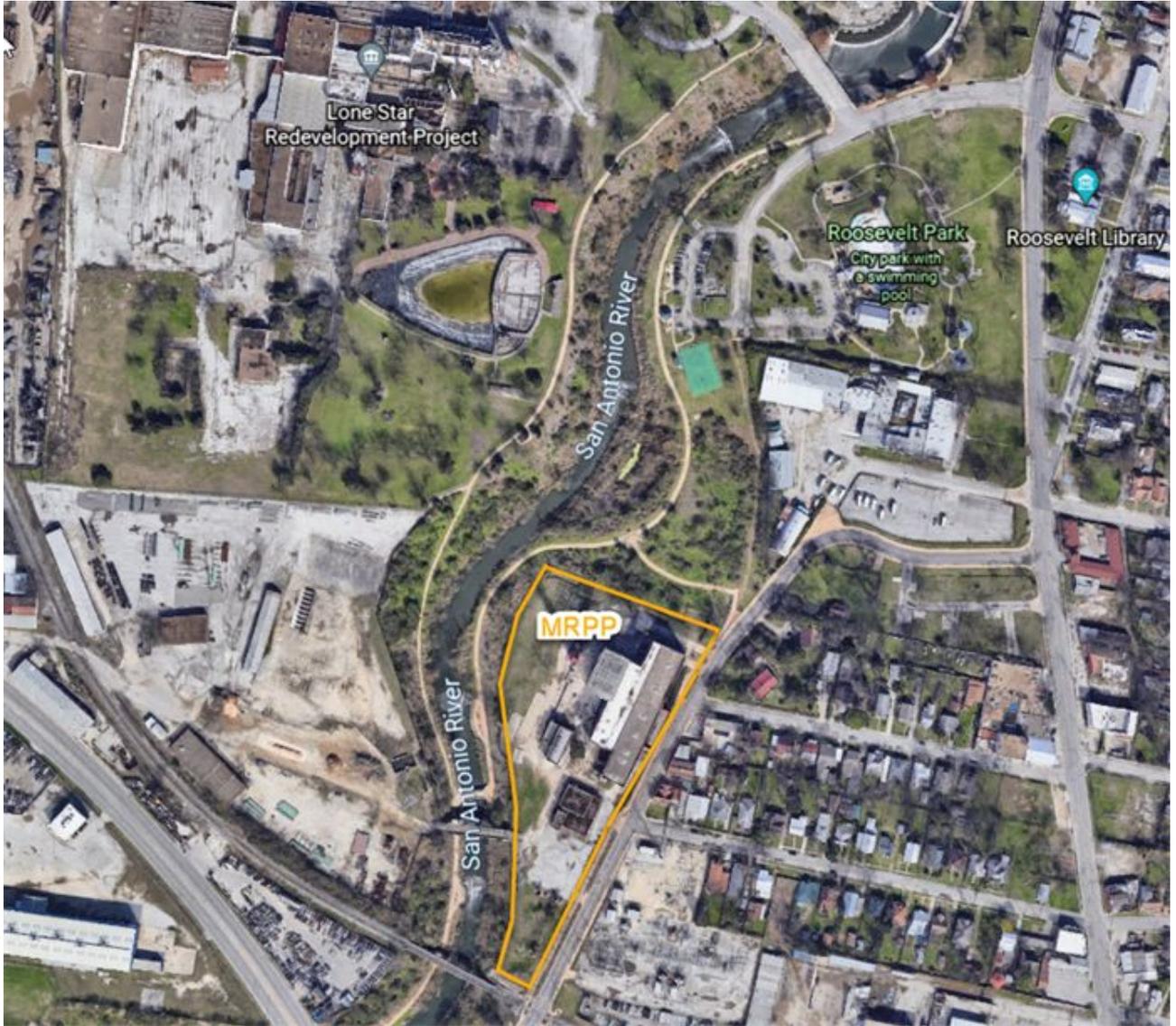
V. ADJOURNMENT

There being no further business to come before the Board, and upon motion duly made by Trustee Kelley, and seconded by Vice Chair Gonzalez, and upon an affirmative vote by all members present, the meeting was unanimously adjourned at 3:40 p.m. by Chair Dr. Mackey.



Shanna M. Ramirez
Secretary of the Board

Exhibit A



207-303 Mission Road