

CPS ENERGY
MINUTES OF SPECIAL MEETING OF THE BOARD OF TRUSTEES
HELD ON JULY 27, 2021

A Special Meeting of the CPS Energy Board of Trustees was held on Tuesday, July 27, 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 2:01 p.m.

Present were Board members:

Dr. Willis Mackey, Chair
 Ms. Janie Gonzalez, Vice Chair
 Mr. Ed Kelley
 Mr. John Steen
 Mayor Ron Nirenberg¹

Also present were:

Mr. Fred Bonewell, Chief Operations Officer
 Ms. Shanna M. Ramirez, Chief Legal & Ethics Officer, General Counsel & Board Secretary
 Mr. Frank Almaraz, Chief Power, Sustainability & Business Development Officer
 Mr. Paul Barham, Chief Grid Optimization & Resiliency Officer
 Ms. Vivian Bouet, Chief Information Officer
 Mr. Rudy Garza, Chief Customer Engagement Officer
 Mr. Cory P. Kuchinsky, Chief Financial Officer & Treasurer
 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. Denae Myers, Manager, Board Relations.

II. PUBLIC COMMENT

Chair Dr. Mackey announced that public comments would be taken, and Ms. Loretta Kerner, Director, Board Relations & Chief of Staff to the CEO, outlined the guidelines for doing so. The following person made comments:

1. Mr. Sean Strambler, Account Executive, Juicebar EV, commented on the importance of expanding development of electrical vehicle infrastructure in response to continued city growth and commended CPS Energy for its leadership role in adopting innovative technologies.

¹ Mayor Nirenberg arrived at 2:03 p.m.

III. CEO'S REPORT

Ms. Gold-Williams was not present during the meeting to provide her report. Trustee Kelley took a moment to address the Board and offered his sincere apologies to Ms. Gold-Williams for his choice of words during an exchange with her while expressing his opposition to the STEP program during the July 26, 2021 Regular Board Meeting. Trustee Kelley commented that he is one of Ms. Gold-Williams' biggest supporters and considers her to be an outstanding executive and person. Trustee Kelley asked Mr. Bonewell to relay to Ms. Gold-Williams his message, and stressed that if there were any implications he was referring to her in a negative manner, it was opposed to what he meant to say.

IV. EXECUTIVE SESSION

At approximately 2:12 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)
- Prospective Gifts (§551.073)
- Personnel Matters (§551.074)
- 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 3:00 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.

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 3:01 p.m. by Chair Dr. Mackey.



Shanna M. Ramirez
Secretary of the Board