

**CPS ENERGY**  
**MINUTES OF SPECIAL MEETING OF THE BOARD OF TRUSTEES**  
**HELD ON FEBRUARY 5, 2021**

A Special Meeting of the CPS Energy Board of Trustees was held on Friday, February 5, 2021 by telephone conference in order to advance the public health goal of limiting face-to-face meetings (also called “social distancing”) to slow the spread of the Coronavirus (COVID-19). There was no in-person public access to the meeting. Chair Dr. Willis Mackey called the meeting to order at 10:00 a.m.

Present via phone were Board members:

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

Also present via phone were:

Ms. Paula Gold-Williams, President & CEO  
 Dr. Cris Eugster, Chief Operating Officer  
 Ms. Carolyn E. Shellman, Chief Legal Officer & General Counsel and Board Secretary  
 Ms. Vivian Bouet, Chief Information Officer  
 Mr. Frank Almaraz, Chief Administrative & Business Development Officer  
 Mr. Rudy Garza, Chief Customer Engagement Officer  
 Mr. Gary Gold, Chief Financial Officer & Treasurer  
 CPS Energy Staff Members  
 City of San Antonio officials  
 Interested Citizens

**I. ROLL CALL OF BOARD MEMBERS**

Ms. Shellman called the roll. A quorum was present.

**II. SAFETY MESSAGE**

Ms. Loretta Kerner, Director Board Relations & Chief of Staff, provided a safety message.

**III. INVOCATION**

Ms. Denae Myers, Board Relations Manager, delivered an invocation.

**IV. PUBLIC COMMENT**

Chair Dr. Mackey announced that public comments would be taken and the meeting moderator outlined the guidelines for doing so. The following people made comments:

1. Dr. Meredith McGuire, Sierra Club, urged CPS Energy to incent lower energy usage and increased conservation, to protect low-income users and provide more funding to the Save for Tomorrow Energy Plan (**STEP**). She referred to handouts she submitted depicting a more reliable and resilient grid.
2. Ms. Isabella Briseño, Texas Rising, urged closing the Spruce coal plant by 2030 and replacing it with clean energy. She also commented on environmental justice.
3. Ms. Catherine Fraser, Environment Texas, advocated for a transition to clean energy by closing the Spruce coal plant by 2030 and moving away from fossil fuels.
4. Mr. Alan Montemayor, Sierra Club, asked for the release of the January 2021 **Flexible Path**<sup>SM</sup> Resource Plan, adding that the plan is long overdue. He blamed “ultra conservative” voices on the Board and asked that Trustee Kelley step down or be removed from the Board.
5. Mr. Antonio Diaz expressed disappointment with the lack of a constructive relationship between CPS Energy and environmental groups. He urged CPS Energy to take the climate crisis seriously and act in a meaningful way to move away from coal.
6. Mr. Russell Seal stated that progress has been made to reduce carbon emissions, but that CPS Energy is now behind the curve relative to complying with new clean energy regulations. He urged closing the Spruce coal plant and responsibly replacing it.
7. Mr. Gregory Harman, Sierra Club, spoke about the global climate crisis and questioned whether CPS Energy appropriately understands it. He criticized CPS Energy’s transparency regarding the costs of transitioning away from coal.

## V. EXECUTIVE SESSION

At approximately 10:22 a.m., Chair Dr. Mackey 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 discussion of the following posted item.

- Competitive Matters (§551.086)

The Board reconvened in open session at 11:05 a.m. and the quorum was re-established. Ms. Shellman reported that only the matter cited above, and no others, was discussed in Executive Session. A vote on a competitive matter was taken during the Executive Session, as permitted by Texas Government Code §551.086.

## VI. **FLEXIBLE PATH**<sup>SM</sup> RESOURCE PLAN UPDATE

Chair Dr. Mackey called for comments about the Resource Plan which is being made available to the public.


Mayor Nirenberg stated that, despite clear differences of opinion on some issues, the Board remains unified in its efforts to make CPS Energy the best municipally-owned utility in the country and to ensure its operation according to the values of reliability, affordability, sustainability, environmental responsibility and customer response. He noted that transparency is essential in maintaining public trust and accountability; it is the prudent way to deal with issues that have long-lasting impacts on the public. As a public entity, CPS Energy is owned by its customers and residents and therefore must remain accountable to them. In order for the public to embrace our plans, we must be open about those plans. The Resource Plan is a public document concerning a very important topic, and now that the Board has had an opportunity to review it, its release is appropriate.

Mayor Nirenberg noted that the path toward reasonably-priced power while protecting the public's health is complicated and best conducted in the public, so our owners are not kept on the outside. He reminded the Board to remain united on its values and abide by the public's expectations for transparency. The Mayor expressed appreciation for the Resource Plan and noted its importance in informing the process moving forward.

No other comments were made.

## VII. ADJOURNMENT

There being no further business to come before the Board, and upon motion duly made by Mayor Nirenberg, seconded by Trustee Gonzalez, and upon an affirmative vote by all members present, the meeting was unanimously adjourned at 11:09 a.m. by Chair Dr. Mackey.

  
\_\_\_\_\_  
Carolyn E. Shellman  
Secretary of the Board