



Approved Minutes of the Board of Directors Meeting

Webex

June 20, 2024, 10:08 a.m. to 10:29 a.m. Central

Notice for this meeting was electronically posted to the MRO website [here](#) on January 3, 2024. A final agenda, including advanced reading materials, was posted on June 6, 2024.

1. Call to Order and Determination of Quorum

MRO Board of Directors Chair, Dr. Dana Born, called the meeting of the MRO Board of Directors to order at 10:08 a.m. Central. Julie Peterson, Vice President General Counsel and Corporate Secretary, advised the chair that a quorum of the board was present. A complete list of attendees is included as [Exhibit A](#).

2. Standards of Conduct and Antitrust Guidelines

Pursuant to Policy and Procedure 4, Peterson highlighted MRO's Standards of Conduct and Antitrust Guidelines.

3. MRO 2025 Business Plan and Budget

Chair Born thanked the FAC for their work on the budget. FAC Chair JP Brummond provided an overview of the budget process and the effort of the committee in developing the budget.

Sara Patrick, President and Chief Executive Officer, noted that the 2025 Business Plan and Budget (BP&B) was a direct result of the board's input via strategic plan and feedback provided by the board during the budget process.

Lam Chung, Vice President and Engineer for Strategy, Innovation and Finance, stated that the 2025 BP&B had been publicly posted for review for 30 days and no comments had been received. He noted he had met with the NERC FAC, had received no comments, and would provide an overview of MRO's 2025 BP&B to FERC later today. Chung explained that at the fourth quarter NERC Board of Trustee (BOT) meeting, all the ERO's 2025 BP&B would be brought for approval to the NERC BOT. He explained that after NERC's approval, the proposal would be submitted to the FERC Commissioners, who are expected to approve by November 2024. Patrick added that the FERC Commission is fully seated, so there are no expected delays in the approval process.

Dr. Born introduced the FAC's recommendation that the board approve Resolution 23-004 to approve the post-retirement medical funding, 2024 reserves, and 2024 business plan and budget all as proposed in the agenda materials.

Upon a motion duly made and seconded, the board unanimously approved Resolution 24-003: Approve Post-Retirement Medical Fund, 2025 Reserves, and the 2025 MRO Business Plan and Budget.

4. Other Business and Adjourn

Chair Born highlighted the upcoming meeting dates. Patrick noted that the third quarter meeting schedule includes all board and OGOC meetings taking place on Wednesday, August 21, 2024, with the in-person Strategic Session hosted on Thursday, August 22, 2024. Having no further business to discuss, the meeting was adjourned at 10:29 a.m.



Prepared by: Carolina Margaría, Assistant Corporate Secretary and Governance Administrator

Reviewed and submitted by: Julie Peterson, Vice President General Counsel and Corporate Secretary



Exhibit A – Meeting Attendees

MRO Board of Directors Present	
Name	Sector
Dr. Dana Born, Chair	Independent Director
James (JP) Brummond, Vice Chair	Investor Owned Utility Sector
Darcy Neigum	Investor Owned Utility Sector
Daryl Maxwell	Canadian Utility Sector
Dehn Stevens	Investor Owned Utility Sector
Eric Schmitt	Independent Director
Fred Meyer	Generator and/or Power Marketer Sector
Iqbal (Q) Dhani	Canadian Utility Sector
Jennifer Flandermeyer	Regional Director
JoAnn Thompson	Investor Owned Utility Sector
Lloyd Linke	Federal Power Marketing Agency Sector
Michael Desselle	Transmission System Operator Sector
Paul Crist	Generator and/or Power Marketer Sector
Priti Patel	Cooperative Sector
Tom Finco	Transmission System Operator Sector
Thomas Graham	Independent Director
Tim McCollough	Municipal Utility Sector
MRO Board of Directors Not Present	
Ben Porath	Cooperative Sector
Eric Miller	Transmission System Operator Sector
Jeanne Tisinger	Independent Director
John Rhea	Generator and/or Power Marketer Sector
Sandra Johnson	Investor Owned Utility Sector

Other Attendees	
Name	Company
Andree Duecker	Midwest Reliability Organization



Carolina Margaria	Midwest Reliability Organization
Cris Zimmerman	Midwest Reliability Organization
Donna Starzec	NPPD
Gina March	Midwest Reliability Organization
Julie Peterson	Midwest Reliability Organization
Lam Chung	Midwest Reliability Organization
Larry Heckert	Alliant Energy
Lisa Stellmaker	Midwest Reliability Organization
Marissa Falco	Midwest Reliability Organization
Mary Agnes Nimis	Federal Energy Regulatory Commission
Michael Bowman	City Utilities
Richard Burt	Midwest Reliability Organization
Ryan McNamara	Midwest Reliability Organization
Sara Patrick	Midwest Reliability Organization
Tasha Ward	Midwest Reliability Organization
Troy Brumfield	ATC

*The above list may not reflect all meeting attendees
as the meeting was open for observation via Webex.*