NOTICE OF REGULAR MEETING

CPS ENERGY BOARD OF TRUSTEES

Notice is hereby given of a Regular Meeting of the Board of Trustees of CPS Energy, to be held on Monday, July 29, 2019, at 1:00 p.m., in the Board Meeting Room on the First Floor of the CPS Energy Main Office Building located at 145 Navarro Street, at the corner of Villita Street, San Antonio, Texas. The subject of this meeting is to act upon all matters pertaining to the current management and operation of the municipal electric and gas systems, including the acquisition of real property and interest therein, by purchase and condemnation, the facilities, financing, the handling and administration of funds and accounts, consideration of matters relating to operations and administration and such other matters as may be brought before the meeting by the Trustees of the Board, and specifically those matters referred to in the attached agenda, which is incorporated herein.

At any time during the Board Meeting, and pursuant to the provisions of Chapter 551 of the Texas Government Code, the Board may meet in executive session for consultation concerning attorney-client matters under Section 551.071; for deliberations and other authorized action on real property under Section 551.072; on prospective gifts or donations under Section 551.073; on personnel under Section 551.074; on security personnel or devices under Section 551.076; on economic development negotiations under Section 551.087; to deliberate, vote, or take final action on competitive matters under Section 551.086; to deliberate regarding security audits and devices under Section 551.089; or to deliberate under Texas Government Code Section 418.133(f) about confidential information under the Texas Homeland Security Act.

Carolyn E. Shellman
Secretary of the Board
July 23, 2019
# CPS Energy Board of Trustees Meeting

**To Be Held on July 29, 2019 at 1:00 PM**  
**Location: CPS Energy Board Room (145 Navarro)**

At any time during the Board Meeting, and pursuant to the provisions of Chapter 551 of the Texas Government Code, the Board may meet in executive session for consultation concerning attorney-client matters under Section 551.071; for deliberations and other authorized action on real property under Section 551.072; on prospecive gifts or donations under Section 551.073; on personnel under Section 551.074; on security personnel or devices under Section 551.076; on economic development negotiations under Section 551.087; to deliberate, vote, or take final action on competitive matters under Section 551.086; to deliberate regarding security audits and devices under Section 551.089; or to deliberate under Texas Government Code Section 418.183(ff) about confidential information under the Texas Homeland Security Act.

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<th>Item</th>
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<th>Time</th>
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<tbody>
<tr>
<td>1</td>
<td>CALL TO ORDER</td>
<td>Execute</td>
<td>Mr. John Steen</td>
<td>1:00 PM</td>
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<tr>
<td>2</td>
<td>SAFETY MESSAGE (Ms. Jennifer Henriquez, Engineering Associate 2, Utility Coordination)</td>
<td>Execute</td>
<td>Mr. John Steen</td>
<td>5 min</td>
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| 3    | **PUBLIC COMMENT**  
|      | - Chair’s Announcements                                              | Discuss    | Mr. John Steen     | 25 min |
|      | - Comments                                                            |            |                    |        |
| 4    | INVOCATION AND PLEDGE OF ALLEGIANCE (Ms. Jennifer Henriquez, Engineering Associate 2, Utility Coordination) | Execute    | Mr. John Steen     | 5 min  |

**Update on Chair's Priorities**

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<tr>
<td>5</td>
<td>CHAIR'S REMARKS</td>
<td>Discuss</td>
<td>Mr. John Steen</td>
<td>5 min</td>
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<tr>
<td>6</td>
<td>PRESIDENT &amp; CEO UPDATE</td>
<td>Discuss</td>
<td>Ms. Paula Gold-Williams</td>
<td>20 min</td>
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</table>
| 7    | **ADDITIONAL UPDATES:**  
|      | - Cost Savings: FY20 Financing Plan Update (Ms. Delores Lenzy-Jones introducing Mr. Gautam Shringapure) | Discuss    | Ms. Paula Gold-Williams | 20 min |
|      | - Financial Update (Ms. Delores Lenzy-Jones)                         |            |                    |        |

**Committee Meeting Reports:**

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| 8    | **COMMITTEE MEETING REPORTS:**  
|      | - Employee Benefits Oversight Committee (EBOC) Meeting held on 07/15/2019 (Dr. Willis Mackey)  
|      |   - Employee Benefit Plans Statement of Governance Update (Ms. Delores Lenzy-Jones introducing Mr. Paul Barham); also see item 9D  
|      |   - Audit & Finance Committee (A&F) and EBOC Aligned Risk Sub-Committee Meeting held on 07/15/2019 (Dr. Willis Mackey)  
|      |   - A&F Meeting held on 07/15/2019 (Dr. Willis Mackey)                | Discuss    | Mr. John Steen     | 30 min |

**Consent Agenda**

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| 9    | **APPROVAL OF CONSENT ITEMS:**  
|      | A. Minutes of the Regular Board Meeting held on 06/20/2019           | Vote       | Mr. John Steen     | 5 min  |
|      | B. Payment to the City of San Antonio for June 2019                  |            |                    |        |
|      | C. Procurement Items: none                                           |            |                    |        |
|      | D. EBOC Statement of Governance                                      |            |                    |        |

**Regular Agenda**

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| 10   | **FACILITIES UPDATE** (Mr. Curt Brockmann)  
|      | - Headquarters                                                        | Discuss    | Mr. Frank Almaraz  | 20 min |
|      | - Master Plan                                                         |            |                    |        |
|      | - Furniture                                                           |            |                    |        |

**Convene to Executive Session**

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<tr>
<td>11</td>
<td><strong>EXECUTIVE SESSION:</strong> Please see the narrative list at the top of this agenda for other potential discussion topics.</td>
<td>Discuss</td>
<td>Mr. John Steen</td>
<td>60 min</td>
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**Reconvene to Open Session**

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<tr>
<td>12</td>
<td><strong>POST LEGISLATIVE SESSION UPDATE</strong> (Ms. Kari Meyer)</td>
<td>Discuss</td>
<td>Ms. Carolyn Shellman</td>
<td>15 min</td>
</tr>
<tr>
<td>13</td>
<td><strong>ADJOURNMENT</strong></td>
<td>Execute</td>
<td>Mr. John Steen</td>
<td>4:30 PM</td>
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The regular meeting of the CPS Energy Board of Trustees will be followed directly by a meeting of the SA Energy Acquisition Public Facility Corporation.
SA ENERGY ACQUISITION PUBLIC FACILITY CORPORATION MEETING
TO BE HELD ON JULY 29, 2019
LOCATION: CPS ENERGY BOARD ROOM (145 NAVARRO)

NOTICE

This agenda serves notice that the Board of Directors of the SA Energy Acquisition Public Facility Corporation will hold a meeting, open to the public, immediately following the Regular Board Meeting of the CPS Energy Board of Trustees, at which meeting the Board of Directors will consider the matters, detailed below.

At any time during the Board Meeting, and pursuant to the provisions of Chapter 551 of the Texas Government Code, the Board may meet in executive session for consultation concerning attorney-client matters under Section 551.071; for deliberations and other authorized action on real property under Section 551.072; on prospective gifts or donations under Section 551.073; on personnel under Section 551.074; on security personnel or devices under Section 551.076; on economic development negotiations under Section 551.087; to deliberate, vote, or take final action on competitive matters under Section 551.086; to deliberate regarding security audits and devices under Section 551.089; or to deliberate under Texas Government Code Section 418.183(f) about confidential information under Texas Homeland Security Act.

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<tbody>
<tr>
<td></td>
<td>Welcome / Information and Agenda Review</td>
<td>Execute</td>
<td>Mr. John Steen</td>
<td>4 min</td>
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**INFORMATIONAL ONLY**

1. San Antonio Energy Acquisition Public Facility Corporation ("SAEAPFC") Overview
   - Discuss
   - Ms. Carolyn Shellman
   - 2 min

2. City Council Resolution Appointing Director
   - Appointment of Board Member Ms. Delores Lenzy-Jones by City Council effective June 13, 2019 (term to expire on January 31, 2021)
   - Discuss
   - Ms. Carolyn Shellman
   - 5 min

**REGULAR AGENDA**

3. Approval – Board Meeting Minutes
   - Vote
   - Mr. John Steen
   - 5 min

   - Discuss
   - Mr. Gary Gold
   - 17 min

5. Resolution Accepting Integrated Audit Results
   - Vote
   - Mr. Gary Gold
   - 5 min

6. Presentation – Directors & Officers ("D&O") Insurance Renewal (Mr. Orlando Flores)
   - Discuss
   - Mr. Cory Kuchinsky
   - 8 min

7. Resolution Approving Renewal of Directors and Officers Liability Insurance Program (Mr. Orlando Flores)
   - Vote
   - Mr. Cory Kuchinsky
   - 3 min

Close-out: Review Action Items from this meeting
   - Discuss
   - Mr. John Steen
   - 10 min

Adjournment
   - Execute
   - Mr. John Steen
   - 1 min

**APPENDIX ITEMS - Audit-Related Reports:**

8. FY 2019 External Auditors’ Report to Board of Directors
   - N/A
   - For Reference Only

9. FY 2019 Integrated Audit Management Representation Letter
   - N/A
   - For Reference Only

10. FY 2019 Basic Financial Statements and Independent Auditors’ Report
    - N/A
    - For Reference Only

11. FY 2019 Public Funds Investment Act ("PFIA") Agreed-Upon Procedures Report
    - N/A
    - For Reference Only

12. FY 2019 PFIA Agreed-Upon Procedures Management Representation Letter
    - N/A
    - For Reference Only

    - N/A
    - For Reference Only

July 29, 2019 PFC Board Meeting
Prepared by: Debt Management

Carolyn E. Shellman
Secretary of the Board
July 24, 2019