

**Minutes of Regular Meeting  
Grand River Dam Authority  
Board of Directors  
Langley, Oklahoma  
August 8, 2018**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held at the Grand River Dam Authority Ecosystems & Education Center, Langley, Oklahoma, on August 8, 2018. Notice was given pursuant to 25 O.S.A. § 301 et seq. by submitting a schedule of regular monthly meetings to the Secretary of State on December 14, 2017, at 9:23 a.m.; by posting the agenda with the Mayes County Clerks' offices on August 7, 2018 at 10:00 a.m.; by posting said agenda at [www.grda.com](http://www.grda.com); and by posting said agenda at the principal office of GRDA at least 24 hours prior to the meeting.

---

Chair Vandevier called the meeting to order at 10:00 a.m. The Secretary called the roll. All members were present, and Chair Vandevier declared a quorum. Mr. Philpott introduced guests.

**BOARD MEMBERS**

Joseph Vandevier, Chair	Present
Tom Kimball, Chair-Elect	Present
Pete Churchwell	Present
James B. Richie	Present
Chris Meyers	Present
Dwayne Elam	Present
Ed Townsend	Present

**ADMINISTRATIVE**

Daniel S. Sullivan, Chief Executive Officer	Present
Tim Brown, Chief Operating Officer	Present
Eddie Rothermel, Chief Financial Officer/ Corporate Treasurer	Present
Steve Wall, Chief Information Officer	Present
Heath Lofton, General Counsel	Present
Ellen Edwards, Executive VP – Compliance	Present
Brian Edwards, Executive VP – Law Enforcement/Lake Operations	Present
John Goodwin, Executive VP – Human Resources	Absent
Nathan Reese, Executive VP – External Relations	Present
John Wiscaver, Executive VP – Corp. & Strategic Communications	Absent
Mike Herron, VP – Engineering, System Operations and Reliability	Present
Darrell Townsend II, VP – Ecosystems/Watershed Management	Absent
Robert Ladd, VP – Grand River Energy Center Operations	Present
Steve Jacoby, VP – Hydroelectric Projects	Present
Mike Waddell, VP – Transmission and Distribution Operations	Present
Ed Fite, VP – River Operations and Water Quality	Present
Justin Alberty, VP – Corp. & Strategic Communications	Present
Sheila Allen, Corporate Secretary	Present

Others present were as follows: Mike Doublehead, TPWA; Gary Pruet, Jared Crisp, MUB/City of Pryor; Tom Rider, MESO; Tyler Buttram, Mayor of City of Mannford; Robin Haggerd, D. Skelton, City of Sallisaw; John Feary, CIEDA; Jeff Underwood, Senator James Lankford's Office; Pam Polk, Craig Stoby, City of Collinsville; Stephen Mills, City of Lindsay; Roy Heginbotham, Lorie Gudde, Jeff Brown, Teresa Hicks, Melanie Earl, Cameron Philpott, Jerry Cook, Michelle Day, Tamara Jahnke, Ash Mayfield, Ed Ferguson, Brylee Harbuck, Jennifer Weatherford, Holly Moore, Matt Martin, Spencer Moore, Randy Chitwood, Laurel Smith, Chester Rothhammer, Brent Scott, Tom Gray, GRDA.

---

**a. Nominations for Chair-Elect**  
**b. Election of Chair Elect (Will Serve as Vice-Chair)**

Chair Vandevier declared nominations open for Chair-Elect. Director Kimball moved to nominate James B. Richie as Chair-Elect, seconded by Director Townsend. There being no other nominations, the nomination was voted upon as follows: Churchwell, yes, Elam, yes, Kimball, yes, Meyers, yes, Richie, abstain, Townsend, yes, Vandevier, yes. *Motion passed (6-yes, 0-no, 1-abstained).*

---

**CONSENT AGENDA**

**2. July Claims, \$33,148,583.04.**

**4.a. Resolutions of Commendation: Chair Vandevier**

- 1) Ferris Davenport
- 2) Louis Ivy
- 3) Bryon Williams
- 4) Tommy Hill

**4.b. Declare Surplus and Not Necessary to the Business of the District**

Description and/or Make of Item	Serial Number
Goodman Condensor	310997199
Goodman Air Handler	306407020
Power Sonic Battery	N/A
Power Sonic Battery	N/A
Power Sonic Battery	N/A
APC UPS Battery	090606V13
APC UPS Battery	081006G93

1 Lot Of Chance Insulated Work  
Ladders

1 Lot of Various Hot Stick  
Attachment Hardware

1 Lot of Various Length  
Insulated Hot Sticks

1 Lot Miscellaneous Office  
Furniture; Chairs, Desks,  
Shelving etc.

Sanyo Television

N/A

V4350684223846

Lexmark Typewriter

11TTX51

Lexmark Typewriter

11-XF183

Orion VCR

541-61202760

Avanti Water Dispenser

A47822236191361800921

Trough

N/A

Dell Power Edge R520

JHSLW12

Dell Precision R7610

GB4WX12

CISCO 2900 Series

1X00480H08

CISCO 3750e

1X00512G98

7x11 area rug

T040E17H

Bunn coffee pot

063212CR

West Bend Coffee Urn

KSPL15411

Dyson vacuum

Shark vacuum

4005850

2 orec vacuum

Bloomfield Coffee King

05K1047

Corporate Express shredder

E236527

5 misc wood tables

Lot of misc. chairs

small shredder lid

misc.cube pieces

stove/oven

dishwasher

1984 Chance Trailer

Ford / F250 / 2009

Ford / F250 / 1998

Chevrolet / Silverado 2500 /  
2009

Ford / F450 / 2004

International / F2574 / 1980

Trailer / Shop made / 1989

Ford / F350 / 2002

Trailer / Shop made / 1971

Trailer / Hobbs / 1983

Ranger / Polaris / 2008

7450

NS061750752

7450

NS061750293

7450

NS061750296

	7450	NS061751218
	7450	NS061551268
	7450	NS063551174
	7450	NS8074261386
	7450	NS063551183
	7450	NS063551184
	7450	NS061750748
	7450	NS063551641
	7450	NS063551171
	7450	NS061650160
	7450	NS061750753
	7450	NS072450969
	7450	NS061750751
7450 Alcatel		NS100962386
7450 Alcatel		NS063551181
7450 Alcatel		NS063551646
7450 Alcatel		NS063551172
7450 Alcatel		NS063351330
7450 Alcatel		NS063551173
7450 Alcatel		NS080560984
7450 Alcatel		NS061750742
7450 Alcatel		NS061750302
7450 Alcatel		NS061750297
7450 Alcatel		NS064150066

1 each: Annunciator

11 each: Annunciator  
88 each: Terminal Block  
Interface

11 each: Ethernet Comms  
Upgrade For Annunciator  
4 each: 8 - Port Ethernet  
Switches

2 each: Mini Power Supply for  
Switches

**4.c. Power Cost Adjustment (PCA) of \$0.000040 per kWh for September 2018**

**4.d. Power Purchase and Sale Agreement – P1 Group, Inc.**

**4.e. Power Purchase and Sale Agreement – Oklahoma Ordnance Works  
Authority**

**4.f. Recommendation to Award Multi-Year IDIQ Engineering Service  
Agreement Contracts from CAP #18SOL018 Process**

**4.g. Final Order in Administrative Hearing No. 2018-16 Joseph Mace**

**4.h. Tagging Physical Power to Southwestern Power Administration**

**5.b. Purchase Order Report (\* Denotes Addenda Items)**

Standard Purchase Orders		
PO Number	Vendor Name and City State	Amount
93476	CTEC HOLDING CO, LLC DBA CUSTOM TRUCK & EQUIPMENT, OKLAHOMA CITY, OK	464,700.00
42367	J.A.M. DISTRIBUTING COMPANY, HOUSTON, TX	248,710.74
42370	BURNS & MCDONNELL ENGINEERING CO INC, KANSAS CITY, MO	186,800.00
93460	S&C ELECTRIC COMPANY INC, CHICAGO, IL	136,470.00
93519	CTEC HOLDING CO, LLC DBA CUSTOM TRUCK & EQUIPMENT, OKLAHOMA CITY, OK	131,250.00
93499	SCHWEITZER ENGINEERING LABORATORIES INC, PULLMAN, WA	99,450.00
42369	VISUAL FORCE INC, CATOOSA, OK	70,000.00
42341	STANDLEY SYSTEMS INC, OKLAHOMA CITY, OK	16,609.40
42342	STANDLEY SYSTEMS INC, OKLAHOMA CITY, OK	16,609.40
42366	LAKE REGION ELECTRIC COOPERATIVE, HULBERT, OK	3,650.00
<b>Grand Total Standard POs:</b>		<b>\$1,374,249.54</b>
Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
93527	FEDERAL ENERGY REGULATORY COMMISSION, ST LOUIS, MO	696,233.07
40522	MITSUBISHI POWER SYSTEMS AMERICAS INC, LAKE MARY, FL	306,610.00
93152	DEPARTMENT OF ENVIRONMENTAL QUALITY, OKLAHOMA CITY, OK	258,766.97
42230	VERIZON, DALLAS, TX	58,500.00
41875	VISUAL FORCE INC, CATOOSA, OK	14,288.39
91140	ELECTRICAL POWER PRODUCTS INC (EP2), DES MOINES, IA	586.00
41399	TIMCO BLASTING & COATING INC, BRISTOW, OK	0.00
40529	THE INDUSTRIAL COMPANY (TIC), HOUSTON, TX	-306,610.00
<b>Grand Total Change Orders:</b>		<b>\$1,028,374.43</b>
<b>Grand Total</b>		<b>\$2,402,623.97</b>

**5.c. Work Order Report (\* Denotes Addenda Items)**

Capital Work Order Summary List		
August 8, 2018		
Number	Title	Amount
RF018-00906	GREC 3 Auxiliary Boiler Enclosure	\$745,200.00
RF018-00907	GREC 3 Compressed Gas Bulk Storage	\$155,900.00
RF018-00908	GREC 3 Demineralized Water Supply	\$526,200.00

RF018-00909	Siloam Springs FDR 107 161 kV Terminal Upgrade	\$469,400.00
<b>Grand Total Work Orders</b>		<b>\$1,896,700.00</b>

Director Elam moved to approve the consent agenda with item 4.e. removed, seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Meyers, Richie, Spears, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

## **REGULAR AGENDA**

### **1. Regular Board Minutes of June 13, 2018.**

Director Kimball moved to approve the regular Board minutes of June 13, 2018, seconded by Director Churchwell, and voted upon as follows: Churchwell, yes, Elam, yes, Kimball, yes, Meyers, yes, Richie, abstain, Townsend, yes, Vandevier, yes. *Motion passed (6-yes, 0-no, 1-abstained).*

### **3. Unfinished Business**

#### **3.a. Progress Reports**

##### **3.a.1.a. Monthly Video Update – GRDA August 2018**

- **2018 Grand Lake Legislative Getaway Recap**

Mr. Sullivan reported that GRDA hosted the Oklahoma Educators & Industry Partnership (OEIP) Educator Camp in late June. This was focused toward providing opportunity for teachers to get first-hand experience touring GRDA and other facilities in the MidAmerica Industrial Park. Teachers toured the GREC Unit 3 and the Robert S. Kerr

Dam, as well as hearing from a panel of GRDA employees sharing their knowledge on career paths available. GRDA received very good feedback from this and has been very beneficial. He said one of the things the staff has found some time ago is that often teachers in the classroom do not fully understand all the different types of jobs GRDA has available. Mr. Sullivan explained this kind of event allows them to see how they can guide and lead students to careers like this.

He told the Board GRDA sponsored the recent Riverology 101, a second part to a project GRDA participated in at the Ecosystems & Education Center in Langley in partnership with the Oklahoma Conservation Commission's (OCC) Blue Thumb staff. This event focuses on the Illinois River. Mr. Sullivan also said the group floated the river at the same time as Oklahoma legislators did during the Legislative Getaway hosted by GRDA. During the 3-day workshop, he said the teachers/attendees had a chance to get hands-on experience with several river ecology issues to give them additional classroom tools. GRDA co-sponsored the event with the OCC, OSU Cooperative Extension Services, 4-H, Ag in the Classroom and the Oklahoma Water Survey.

Mr. Sullivan reminded the Board that last year GRDA participated, along with the American Public Power Association (APPA), in mutual aid in the U.S. Virgin Islands after the territory was hit by back-to-back category 5 hurricanes Irma and Maria. APPA was recognized for that effort and earned a 2018 American Society of Association Executives (ASAE) Power of Gold Award for coordinating this effort. He stated 90 percent of residents on the islands lost power for extended periods of time, and GRDA and other APPA members were happy to help restore power to the area.

We had the 9th Annual Aquapalooza, which is Grand Lake's largest on the water concert and raft up, sponsored by 360GrandLake, on July 21. The event had approximately 700 vessels between the spillways, and over 14,000 attendees. The crowd

came from near and far to hear the band 5th Element deliver a power-packed performance. This was also occurring during the Legislative Getaway event.

Mr. Sullivan introduced the video and said we appreciate everyone that helped put this event together. He recognized director Townsend and the Bank of Grand Lake that helped sponsor the golf event, and we appreciate Director Kimball and Dr. Doug Cox for opening up their dock for their portion of the activities.

Mr. Sullivan said we had a great turnout and a great response. Everyone had a wonderful time. This is a great testament to GRDA, but also the Grand Lake area. We appreciate the support of the Board of Directors for this event and Grand Lake Association (GLA) as well.

Director Churchwell said the fishing event during this was on the same day as the Grand Lake Bobber Drop. So it was an active day and lots of fish were caught.

#### **4. New Business**

##### **4.i. Change Order #4 – Contract 41257 – ERP to Maximo Integration**

Mr. Wall said Miya Boyken provided an update for the Board on the ERP which is making good progress. This item is for the integration piece of this project and he showed how the ERP modules are broken up, noting the integration portion with GRDA's existing systems, Maximo and Utility Billing. In 2005, GRDA implemented IBM's Maximo Asset Management System. He went over the current Maximo functions, being asset management, work order management, purchasing and inventory. In 2017, GRDA approved an ERP solution to centralize core business functions that include Finance, Human Resources, Purchasing and Inventory. He showed a diagram of the functions that would move from Maximo to the ERP Integrated Supply Chain Management. Mr. Wall said in 2015, GRDA partnered with Starboard Consulting to



upgrade the Maximo system and provide support and enhancements. The ERP-Maximo integration will require a significant development effort, thereby requiring additional professional services from Starboard Consulting above and beyond the current agreement. He stated Starboard is estimating \$604,980 to design, develop, configure, test and implement the Maximo to ERP integration effort to make certain the system is working properly. This estimate includes a 3-year managed services agreement as well. Mr. Wall provided a breakdown of the Starboard Consulting change order for the Board, saying it is a time and materials and not-to-exceed contract. He explained GRDA has budgeted \$250,000 per year for annual Maximo support and has been pleased with Starboard Consulting's performance supporting Maximo upgrades and enhancement since 2015. Mr. Wall explained the ERP to Maximo integration effort has always been a "Know – Unknown", and the staff was aware that a change order would be needed to complete the integration. Per GRDA's June 2018 decision regarding what functions were to be performed in each system, the Maximo support vendor now has a larger role in the integration process and effort. The integration piece is a 1-time effort and the managed services agreement will be an ongoing expense. Mr. Wall said due to various cost savings on other projects, the Office of the CIO's budget includes funding to cover the required effort.

Director Meyers asked if the staff anticipated any other software packages that would need to be integrated into the ERP. Mrs. Gudde said after the ERP is up and running and working seamlessly with Maximo, the staff has discussed integrating with Concur GRDA's current travel system, and with a fleet management system. However, that is further down the road.

Director Elam asked Mr. Wall to confirm that savings on other items in the CIO's budget were required to offset this amount. Mr. Wall confirmed this and said there were a number of areas where efficiencies and savings were gained.

Chairman Vandevier asked if the asset management which Maximo performs is possible in the ERP software. Mr. Wall said Maximo is the best tool for this, but we believe the ERP will work even better after integration with Maximo. Chairman Vandevier asked if, to Mr. Wall's knowledge, Maximo data had ever been integrated into an ERP system before. Mr. Wall confirmed this and explained many utilities are using this type of system. Mrs. Gudde said before GRDA even embarked on work toward an ERP system, the staff surveyed all Large Public Power Council (LPPC) members. She stated that several are integrating an ERP system with Maximo.

Director Kimball asked for confirmation this was an anticipated expense. Mr. Wall said the staff knew there would be an expense, but did not have a dollar amount until they were given the estimate based on GRDA's decision on what functions were to be performed in each system. Mrs. Gudde said this was done as a time and materials contract because the team needed to get the contract approved before we could drill down into the details of the design as these 2 systems work together. She introduced Mr. Matt Martin, which is relatively new to GRDA, and said Mr. Martin has worked in depth with these types of systems at his previous employer. Mrs. Gudde stated she does not believe GRDA will spend the entire amount proposed to the Board, but the amount will cover anything that may arise. Director Kimball asked if this amount was budgeted for this project. Mr. Wall confirmed this. Director Kimball asked what would have been done if there would not have been savings in other areas. Mrs. Gudde said

there would have had to be some movement of budgeted amounts from other departments, but that \$250,000 was originally budgeted anyway.

Director Richie moved to approve Change Order #4 on Contract 41257 for Starboard Consulting in the amount not to exceed \$604,980 to accomplish the ERP to Maximo integration and 3-year managed services agreement, seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**4.j. Award of Contract 42263 – OPGW/ADSS Installation – Line 320 (Fdr 32) and Line 382/363 (Fdr 105/144)**

Mr. Herron explained what the contract was for. He provided a map of the GRDA fiber system as of 2018 and explained the fiber connections illustrated. Mr. Herron said the reasoning behind this is to put a differential relay system across the fiber and protect the transmission line with the differential relays on it. This allows GRDA to eliminate carriers (radio controlled relays) that have proved to be very maintenance-prone. They have also been a source of misoperations. By changing to differential relays over fiber, GRDA can eliminate carriers and problems with NERC. In addition to that, GRDA uses the fiber for SCADA communications and corporate communications, and hopes to be using this for video monitoring of substations. Originally, Mr. Herron said GRDA was just doing this when a line was rebuilt or built. However, in the past couple of years, GRDA has done additional fiber build-out. He stated this gives GRDA the ability to work with their own system rather than have to contract with someone else to get communications. It also allows us to bypass some of our microwave systems and saves on maintenance, a long-term goal of GRDA. Currently, this project goes from Catoosa to Collinsville, and from Kerr Dam to Kansas. The line from Catoosa to Collinsville is 14.7 miles long and is a 161 kV line. It does go

through some residential areas and the GRDA staff have included in the contract a safeguard to ensure, in case the contractor causes ground damage to the right-of-way, they will be required to replace it with sod. The line from Kerr Dam to the Kansas Tap is 23.2 miles long and is a 161 kV line. The budget for both projects is \$1,393,500, \$500,000 for the line from Catoosa to Collinsville and \$893,500 for the line from Kerr Dam to the Kansas Tap. Bids opened July 17 and GRDA received 6 bids. Mr. Herron showed a chart with all bids and said the low bid is acceptable from Whitnah Construction Contractor, Inc. at \$456,857. He said they have worked for GRDA before and have done a good job.

Director Richie asked, given that this is such a low price compared to the other bids, Mr. Herron to confirm the contractor is bonded. Mr. Herron confirmed this.

Director Meyers asked if it was the intention to connect all of the substations with fiber eventually. Mr. Herron said this would make GRDA's own corporate communication system complete and make GRDA's system more efficient. However, it will also include major substations and fiber could be built out for long-term purposes in the future.

Chairman Vandevier asked if this was in the capital budget. Mr. Herron confirmed this. Chairman Vandevier said Mr. Herron talked a bit about better reliability, but asked what the cost savings for GRDA would be to do this. Mr. Herron said there is long-term savings and explained by bypassing third-party communications providers and eliminating microwave tower maintenance GRDA would save money. However, he did not have a dollar amount to provide right now.

Director Kimball asked how the staff knows this should be done if there is not a certain amount of savings attached to it. Mr. Herron said there are things GRDA cannot

do with the system as it is now, and one of the long-term goals is to video monitor substations to eliminate theft and issues. He also explained that right now this is not a mandatory NERC requirement, but in the future it is likely to be.

Chairman Vandevier commented it would be nice in the future to at least estimate a range of savings so the Board would have a perspective on how much that would equate to over time.

Mr. Edwards said in the industry, as far as securing substations, there are several lower cost options that can be utilized if the organization has fiber installed. If fiber is not installed, those options are inaccessible. It would also make communications much more reliable, which is part of GRDA's long-term goals as well.

Director Elam moved that the Board award Contract 42263 – OPGW/ADSS Installation – Line 320 (Fdr 32) and Line 382/363 (Fdr 105/144) to the low bidder, Whitnah Construction Contractors, Inc., for the quoted price of \$456,857, seconded by Director Richie, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

#### **4.k. Change Order No. 1 to Engineering Services Contract with Merrick & Company**

Mrs. Moore explained this if for the Lake Frances project. She said in May of 2018 GRDA < Merrick & Company and the grantor met onsite. It was quickly discovered that engineering of the majority of the upland operational infrastructure was not included in the current contract. Mrs. Moore said in order to determine the required infrastructure an operational program would need to be developed and the scope programmed. She stated GRDA needs this infrastructure in order to operate the park and explained this further to the Board. She also told the Board the change order scope would include an

operational program, revised conceptual infrastructure plan and cursory estimate of construction costs. The change order cost will be reimbursed by the grantor, and this change order will more than likely result in a second change order for 100 percent construction drawings, but would also be reimbursed.

Chairman Vandevier asked Mrs. Moore to clarify that this proposed change would be reimbursed by the grantor even though the original contract was approved on the basis of it being revenue neutral. Mrs. Moore confirmed this. Mr. Sullivan said now is the time to include all of the infrastructure needed so someone can come in and generate revenue to offset expenses.

Mrs. Moore presented and explained the current project timeline, as well as the contract breakdown. The original contract was for \$1,121,000, with Change Order 1 being \$51,686. She said this is a 4.6 percent increase in the contract cost for a total of \$1,172,686.

Director Churchwell moved to approve Change Order #1 in the amount of fifty-one thousand six hundred eighty-six dollars (\$51,686) to contract #42258 contingent on the grantor's approval, seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

#### **4.1. Recognition of Outgoing Chair**

Mr. Sullivan said, on behalf of all GRDA employees, Chairman Vandevier's leadership over the past year is greatly appreciated. Chair-Elect Kimball presented Chairman Vandevier with a plaque in appreciation of his leadership and steady hand as Chairman of the Board of Directors of the Grand River Dam Authority from August 2017

to August 2018. He expressed his appreciation for his hard work and dedication to his role as Chairman, and said it has been a blessing to GRDA to have him on the Board.

Mr. Sullivan stated, in keeping with tradition, he would also like to present Chairman Vandevier with a print of the GREC Unit 3 on behalf of himself, the customers and employees of GRDA for his dedication to the organization and to remember his time as Chairman.

Chairman Vandevier stated it has been an honor and privilege to serve as Chairman. He said he has not been involved with a finer Board of Directors than the board governing this agency and believes what GRDA has in this Board is something special. Chairman Vandevier expressed his gratitude for the gifts and said the job is easy with this Board and the GRDA staff.

#### **4.m. Recognition of Retiring Board Member**

Mr. Sullivan thanked Director Townsend for his 5 years of service to GRDA. He said Director Townsend's dedication is greatly appreciated. Mr. Sullivan commented on what an amazing gift Director Townsend has for analyzing things on-the-fly. He said GRDA appreciates the application of that gift and has benefited from it greatly. Mr. Sullivan presented Director Townsend with a print of an eagle at Grand Lake from the R.C Livesay photography collection to commemorate the occasion.

Chairman Vandevier said, when he first joined the Board, he noticed Director Townsend was the type of gentleman that always asked the questions he wanted to ask. He stated he has brought a world of experience to this Board and that everyone has leaned on that experience. Chairman Vandevier commented he will be missed.

Director Townsend expressed his appreciation for the gift and for the kind words. He said he has been so pleased with management and the quality of the Board, and

that it has been an honor to serve. Director Townsend stated he feels he is leaving the agency in very good hands with the current Board and management.

#### **4.n. Other New Business**

There was no other new business

---

### **5. Reports**

#### **5.a. Board of Directors Committee Reports**

##### **1. Assets Committee:**

##### **(a) Consideration, Discussion and Possible Approval of Request by Oklahoma Ordnance Works Authority for a Raw Water Contract**

**Regarding item a,** Director Churchwell said this item has been tabled for a later meeting, and needed no action today.

##### **2. Audit, Finance, Budget, Policy & Compliance Committee:** Director Townsend had no report.

a. Compliance Committee: Director Vandevier had no report.

##### **3. Compensation & Marketing Committee:** Director Kimball had no report.

a. Power Capacity Utilization Subcommittee: Director Kimball had no report.

##### **4. Fuel and Long-Range Planning Committee:** Director Meyers had no report, but said a meeting is scheduled right after the Board of Directors meeting.

---

### **6. Executive Session:**

- a. **Proposed Executive Session Pursuant to 25 O.S. § 307(B)(4) for the Purpose of Confidential Communications Between GRDA and Its Attorneys Concerning the Pending Investigation, Claim, or Action, related to Federal Energy Regulatory Commission Project No. 1494-348, Which GRDA has Determined, with the Advice of Its Attorneys, that Disclosure of Such Communication Would Seriously Impair the Ability of the GRDA to Process the Pending Investigation, Claim, or Action in the Public Interest.**



- b. Proposed Executive Session Pursuant to 82 O.S. § 862.1(2)(a) Which Exempts the Grand River Dam Authority from the Oklahoma Open Meetings Act for the Purpose of Conferring on Matters Pertaining to Coal or Gas Fuel Supply and Transportation Contracts.**
- c. Proposed Executive Session Pursuant to 25 O.S. § 307 for the Purpose of Confidential Communications Between GRDA and its Attorney Concerning a Pending Investigation, Claim, or Action, Which GRDA has Determined, with the Advice of its Attorney, that Disclosure Will Seriously Impair the Ability of the Public Body to Process the Claim or Conduct a Pending, Litigation, or Proceeding in the Public Interest.**

Director Kimball moved to go into executive session at 10:54 a.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Director Churchwell moved to return to regular session at 12:30 p.m., seconded by Director Richie, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

---

## **7. Action on Executive Session Items**

- a. Action, As Necessary, Concerning Confidential Communications on a Pending Investigation, Claim, or Action.**
- b. Action, As Necessary, Concerning Coal or Gas Fuel Supply and Transportation Contracts.**
- c. Action, As Necessary, Concerning a Pending Investigation, Claim, or Action.**

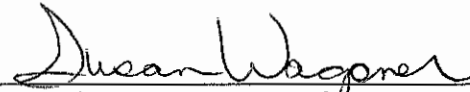
**Regarding item a**, no action was needed on this item.

**Regarding item b**, Director Churchwell moved to approve the letter of intent, as discussed in Executive Session, seconded by Director Kimball, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item c, no action was needed on this item.

---

Director Townsend moved for adjournment at 12:34 p.m., seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Kimball, Meyers, Richie, Townsend, Vandevier, yes. *Motion passed (7-yes, 0-no, 0-abstained).*



---

Susan Wagoner, Secretary Pro Tem  
for Sheila Allen, Corporate Secretary

DATE APPROVED:

9-18-2018

GRDA Board of Directors