

**Minutes of Regular Meeting
Grand River Dam Authority
Board of Directors
June 10, 2020**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held via Cisco WebEx Meetings on June 10, 2020. The Cisco WebEx Meeting used access code 966 185 348, and meeting password was BoardMtg061020. Attendees could join by phone at +1-408-418-9388 (Meeting Number/Access Code 966185348), from a video system or application at 966185348@grda.webex.com (or by dialing 173.243.2.68 and entering the meeting number – 966 185 348), or by using Microsoft Lync or Microsoft Skype for Business by dialing 966185348.grda@lync.webex.com. 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 November 5, 2019, at 4:01 p.m.; by posting the meeting with the Secretary of State on May 27, 2020, at 9:45 a.m.; and by posting the agenda at www.grda.com.

Chair Richie called the meeting to order at 10:00 a.m. The Secretary called the roll. All members were present, with the exception of Director Churchwell. Chair Richie declared a quorum.

BOARD MEMBERS

James B. Richie, Chair	Present
Mike Lewandowski, Chair-Elect	Present
Pete Churchwell	Absent
Dwayne Elam	Present
Tom Kimball	Present
Chris Meyers	Present
Charles Sublett	Present

ADMINISTRATIVE

Daniel S. Sullivan, Chief Executive Officer	Present
Tim Brown, Chief Operating Officer	Present
Lorie Gudde, Chief Financial Officer/ Corporate Treasurer	Present
Steve Wall, Chief Information Officer	Present
Heath Lofton, General Counsel	Present
Brian Edwards, Executive VP – Law Enforcement/Lake Operations	Present
Nathan Reese, Executive VP – External Relations	Present
John Wiscaver, Executive VP – Corp. & Strategic Communications	Present
Laura Hunter, Chief Human Resources Officer	Present
Darrell Townsend II, VP – Ecosystems/Watershed Management	Present
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: Randy Krehbiel, Tulsa World; Tamara Jahnke, Jeff Brown, Jennifer Marquis, Melanie Earl, Jerry Cook, Cameron Philpott, Jeff Tullis, Michelle Day, Ash Mayfield, Holly Moore, Matt Martin, Ed Ferguson, Tom Gray, Eric Alexander, Mason Mulry, Jeff Wells, Sharon Foster, George Davis, Brylee Harbuck, GRDA.

4. New Business

4.a. Capital Work Order Report

Number	Title	GRDA Cost
RF020-01041	GREC 3 - Human Machine Interface Upgrade	\$ 557,224
RF020-01043	Replace Kerr Dam Flood Gate Chains	307,875
Grand Total Work Orders		\$ 865,099

Mr. Sullivan explained items on the Capital Work Order Report and asked if the Board had any questions or needed to follow-up on any item listed. There were no questions.

Director Kimball moved the Board approve the Capital Work Order Report as presented, seconded by Director Elam, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

CONSENT AGENDA

2. May Claims, \$29,065,090.97.

4.b. Resolutions of Commendation:

- 1) Charles E. Floyd
- 2) Robin Ray Maddoux
- 3) Gary L. Stricklen

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

Description and/or Make of Item	
Avamar ADS Storage Node: Lot of 8	VDX-6740: Lot of 2
Tipping Point Appliance: Lot of 3	MP-7840: Lot of 2
Dell PowerEdge Server	Microwave Tower 160' - Ketchum
Cisco Iron Port	Microwave Tower - Ketchum
RecoverPoint Appliance: Lot of 2	Equipment Building - Ketchum
Dell PowerEdge Rack Console	Land - Ketchum
RSA Concentrator	Additional Property and Road Easement - Ketchum
RSA Decoder	Standby Generator: Cummins Propane Genset w/PMA contract (single phase 120/240 volt)
RSA 32TB Array: Lot of 2	Transfer Switch (NEMA 4x housing) - Cummins
Gigimon Gigavue	Enclosure 24'x24' concrete - includes materials and construction
XIO SX6015: Lot of 2	Propane Tank (1,000 gallons) - materials and installation
XIO Server: Lot of 9	Old Fan Rotor for Induced Draft Fan 2B
Brocade: Lot of 2	Old Fan Rotor for Induced Draft Fan 2A

4.d. Power Cost Adjustment (PCA) of \$0.01890 per kWh for July 2020

4.e. Consideration, Discussion and Possible Approval – Unified Support Services Contract - Microsoft Premier Support

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

Standard Purchase Orders & Contracts		
PO Number	Vendor Name and City State	Amount
43043	OKLAHOMA WATER RESOURCES BOARD - OKLAHOMA CITY, OK	180,865.00
43046	MITSUBISHI POWER SYSTEMS AMERICA, INC. - LAKE MARY, FL	441,798.00
106628	KOBELCO COMPRESSORS AMERICA, INC. - CORONA, CA	220,826.00
43050	AVIAT US, INC. - MILPITAS, CA	1,376,406.00
Grand Total Standard POs & Contracts:		\$2,219,895.00
Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
42992	HELENA AGRI-ENTERPRISES LLC - EL RENO, OK	239,650.00
42857	CYNERGY AEC LLC - TULSA, OK	42,383.00
Grand Total Change Orders & Renewals:		\$282,033.00
Grand Total		\$2,501,928.00

Director Sublett moved to approve the consent agenda as presented, seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Lewandowski, Meyer, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

REGULAR AGENDA

1. Regular Board Minutes of May 13, 2020.

Director Elam moved to approve the regular Board minutes of May 13, 2020, seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

3. Unfinished Business

3.a. Progress Reports

Mr. Sullivan said yesterday the crews at the Grand River Energy Center (GREC) were able to complete the capacity testing on GREC Unit 2 and met requirements from Southwest Power Pool (SPP). He stated they were able to get a gross of 527.4 megawatts and a net of 492 megawatts from the unit which is now at full capacity and available. Mr. Sullivan told the Board this is great to see just in time for the summer season, and commended Mr. Ladd and his team for their efforts and ingenuity to get the unit back online.

GRDA's Line Department recently assisted in clearing land located on the property of Northeast Technology Center's Pryor Campus. Mr. Sullivan said this will be the future site of their lineman program training yard. He spoke about their great partnership with Northeast Tech in providing needed training for GRDA employees and customer communities. Mr. Sullivan expressed GRDA's concern for the shortage in needed linemen. He stated Northeast Tech has really stepped up to the plate to provide the model being put into place and has created a lot of interest in other areas as well.

Mr. Sullivan said, despite the safe distancing restrictions still in place, the 2020 Memorial Day holiday weekend on Grand Lake, Lake Hudson and the Illinois River was much busier than in recent years. He explained there was heavy off-road traffic on the

trails below Pensacola Dam, and boat counts were up. The boat count on Grand Lake was 1796, on Lake Hudson was 138, and on the Illinois River was 922. On Grand Lake, GRDA Police officers responded to a call of a sunken vessel resulting in an arrest, and an incident where a person was injured by a boat propeller and transported to an area hospital. On the Illinois River, GRDA Police officers responded to approximately 300 calls, performing 45 water rescues with assistance from the Illinois River and Oaks Fire Departments.

Mr. Sullivan showed photographs of GRDA Police distributing “I Got Caught Wearing My Life Jacket” t-shirts, as well as local children who had received theirs. He stated this is a great opportunity for good interaction with GRDA’s our law enforcement officers out on the lakes.

Mr. Sullivan told the Board it has been officially announced now that he has been elected to serve in the role of the Large Public Power Council (LPPC) Chair, with Austin Energy General Manager Jackie Sargent serving as Vice-Chair. He will serve a 2-year term as the Chair. LPPC is continuing to hold regular virtual meetings with all member CEO’s. These have been very beneficial for everyone. He also said this week would have been the American Public Power Association’s (APPA) National Conference. However, the event was held virtually, allowing him to participate on Sunday for the Board of Directors’ Meeting and yesterday for the business meeting. Mr. Sullivan said this will be the last Board meeting he will be attending as he is rolling off the Board due to their term limits.

On June 1, GRDA re-opened the buffer zone around the eagles’ nest, located in the popular off-roading area below Pensacola Dam. Mr. Sullivan said approximately 50 acres had been closed since January after the discovery of the new eagle’s nest and in accordance with guidelines established by the U.S. Fish & Wildlife Service. In recent

weeks, he stated GRDA Ecosystems Management Department has observed “Aeric” taking short flights to and from the nest. As he continues to spread his wings, Mr. Sullivan said the buffer zone is no longer required. He told the audience to be aware of this for next year since they normally do return to the nest.

Mr. Sullivan showed charts showing the COVID-19 case breakdown and local radius numbers, as well as a chart showing active hospitalization numbers from yesterday. He said Corie Burditt puts this information together for the team each day. Mr. Sullivan explained that there are 937 active cases in Oklahoma, and that number continues to rise since May 20, 2020. He stated there has been an increase in hospitalizations, and this is something he and the staff are watching closely. Mr. Sullivan told the Board the current plan is to move into Phase 2 of GRDA’s Re-Entry Plan on July 6, 2020, unless they see a trend that causes concern. If everything goes well, he said the intention would be to move to Phase 3 on August 3, 2020, and continually look at protecting their critical areas. So far, no GRDA employees have tested positive for the virus.

Chair Richie asked what the rules are for the Independence Day celebrations on the lakes. Mr. Edwards said it will be business as usual on the lakes. He stated that the area in Duck Creek on Grand Lake that will host the fireworks show and air show will be “idle only” and the air show will require an “air box” that is about half a mile long in this area. He explained what that entails. Mr. Edwards said the 80th Anniversary of the Grand Lake O’ the Cherokees and the current COVID-19 situation could likely make the 4th of July weekend hit record numbers on GRDA lakes. Chair Richie invited everyone to the celebration at his home on Grand Lake.

4. New Business

4.f. Renewal of Directors & Officers and Employment Practices Liability Insurance Coverage

Mr. Lofton said his last communication with GRDA's insurance brokers on GRDA's Directors & Officers and Employment Practices Liability Insurance was that they are still gathering quotes. He stated this coverage does not renew until July 1, 2020. Mr. Lofton told the Board GRDA's brokers have notified them they could be looking at a 25% increase this year. Mr. Sullivan stated there may be a need to make the selection and ask the Board to ratify that at the next meeting.

Mr. Lofton said at this time the staff would like to table this item until next month. It will require no action today.

4.g. Renewal of Excess Liability Insurance Coverage

Mr. Lofton said the GRDA maintains \$60 million of Excess Liability insurance coverage over a \$2 million self-insured retention. This provides coverage for claims involving bodily injury and/or property damage and includes coverage for claims arising from sudden and accidental pollution, as well as coverage for Acts of Terrorism. He stated that GRDA has been quoted for 3 layers of coverage, provided by AEGIS and Everest, and a new quote from Energy Insurance Mutual (EIM). Mr. Lofton showed a chart illustrating the difference in the expiring coverage and premiums, as well as the renewal quotes. He explained that Energy Insurance Mutual is a mutually owned excess liability insurance carrier. Membership in EIM is available to utilities and other members of the energy services industries. In addition to excess liability, Mr. Lofton said EIM also provides excess property insurance. In order to access their property insurance coverage, he stated GRDA would have to become a member and purchase general liability and/or excess directors and officers coverage. Beginning in August 2020, Mr. Lofton stated GRDA would like to have access to EIM's property insurance coverage.

Director Kimball moved to authorize obtaining of excess liability insurance coverage through AEGIS (\$35 million) and Energy Insurance Mutual (\$25 million) for the combined premium and fees of \$408,493 for the period of July 1, 2020, through June 30, 2021, seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

4.h. Renewal of Pollution Liability Insurance Coverage

Mr. Lofton stated GRDA maintains \$20 million of pollution liability insurance coverage over a \$500,000 self-insured retention. This covers expenses incurred resulting from a pollution condition, including on-site clean-up and third-party claims for off-site clean-up. It also covers losses that GRDA becomes obligated to pay to third parties for bodily injury or property damage due to a pollution condition. He said there is also coverage for third-party claims resulting from sudden and accidental pollution in excess of GRDA's \$60 million liability insurance coverage. Mr. Lofton showed the expiring policy premium from Beazley and the renewal quotes from them for this coming year, with a 2 percent increase.

Director Kimball moved to authorize the renewal of the pollution liability insurance through Beazley with the \$500,000 self-insured retention for the total cost of \$112,742.82, seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

4.i. Consideration, Discussion and Possible Approval of Resolution to Designate Mayes County, Oklahoma, as the Domicile of the District

Mr. Lofton told the Board that originally the City of Vinita was established as the official domicile of the GRDA. The current Oklahoma statute related to this also provides

that the Board of Directors may designate a new domicile by the affirmative vote of at least 4 directors. During the last Oklahoma Legislative Session, GRDA proposed an amendment to the statute that would designate Mayes County, Oklahoma, as the official domicile of the GRDA. Due to the abbreviated session, this item was not taken up. He stated, given that GRDA has sold the property in Vinita, Oklahoma, they feel it is time to ask the Board to vote and authorize this change.

Director Elam moved to designate Mayes County, Oklahoma, as the domicile of the GRDA, seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. Motion passed (6-yes, 0-no, 0-abstained).

4.j. Consideration, Discussion and Possible Approval – Contract 42981 – Engineering Services Agreement Task Authorization #1 – Stillwater 69 Upgrades

Mr. Tullis showed a photograph of the Stillwater 69 Substation. This item is a 2020 capital project and was originally constructed in 1962. He said the scope and areas of concern for this item are the control building and the substation equipment. Mr. Tullis explained there are issues with usable space, protection and control equipment, asbestos wiring, worker safety in a confined area, a missing 69 breaker, obsolete and broken switches, aged arresters and CCVT's, a capacitor breaker as well as issues with oil containment. He provided a diagram of the new project and said it will include a new control building and relay panels, replacing a 69 kV cap bank circuit breaker, adding a 69 kV circuit breaker, adding oil containment, replacing UG conduits and control cables, replacing 8 breaker disconnect switches, and replacing 3 bus arresters/CCVT's, as well as upgrading the station service. Mr. Tullis told the Board the work order was established at \$2.2 million, and the project scope and plan has been completed by GRDA Operations Engineering Department. However, he said, due to a number of other capital and

maintenance projects, the staff is proposing the final design engineering be completed by Allgeier, Martin & Associates, Inc. Mr. Tullis stated that this firm is located in Joplin, Missouri, and has had previous experience with GRDA, including designing this substation originally. He explained they expect the design completion by December 31, 2020, and have estimated that construction would begin by April 15, 2021.

Director Meyers asked if GRDA has other substations that are this aged and in this kind of shape. He also asked, if so, if there is a plan to get these upgraded soon. Mr. Tullis confirmed GRDA has a list of substations that they are working on now. In 2020, he said there will be 2 locations upgraded, and the staff intends to continue that process.

Director Lewandowski asked how long these upgrades would take the substation into the future. Mr. Tullis said the typical age for this type of equipment is 30 to 40 years, but some of the digital items would need to be replaced in about 20 years or they would become completely obsolete.

Director Elam moved the Board approve Task Authorization #1 under Contract 42981 – Substation Engineering Services for Stillwater 69 Substation upgrades to Allgeier, Martin & Associates, Inc. for the not to exceed price of \$375,000.00, seconded by Director Lewandowski, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

4.k. Pre-bid Update for SH 28 Bridge over Pensacola Dam

Mr. Jacoby said this item requires no direct action today. He stated bids are to be taken by the Oklahoma Department of Transportation (ODOT) on their normal bid schedule by June 14, 2020, and awarded at the ODOT Commission Meeting on July 6th. GRDA has a pending agreement with ODOT that will advance the agreed to value of the cost share agreement for the base contract value. Mr. Jacoby said this value can be

adjusted, but GRDA needs to evaluate the value and repairs desired before the July 6th ODOT Commission Meeting. GRDA leadership is suggesting a special meeting be held to make those decisions. He said the cost and schedule management concerns are that bids have been running high over the last several months for routine work; the timeframe for the bridge is complicated due to the project size and the limited work space; the hinge repair versus the replacement presents numerous variable costs versus structural needs; the schedule constraints present a significant cost risk from the contractors embedding liquidated damage costs into their pricing due to schedule; and the tight schedule presents a risk that the east bridges may need to be pushed to a second season. In order to accommodate the unknown of some of the costs, Mr. Jacoby told the Board he and the staff have had to put it in an add alternate to evaluate whether GRDA is going to do this. Add alternates allow evaluation of bids to determine what work is to be awarded. He stated the primary add alternate is the repair versus the replacement of the main bridge hinges, but there are other less critical and less costly add alternate items included as well. Mr. Jacoby showed a photograph of one of the hinges. He said it does not govern the load posting, but that every hinge exhibits stress cracks and the deterioration progresses without the ability to determine the severity. He stated the base bid includes an estimated cost for scaffolding required for access to perform hinge repairs if the deterioration is not severe. If the deterioration is severe, Mr. Jacoby said heavy falsework will be required for repairs to support half the weight of the span of the bridge. Right now, it is unknown if most of the hinges are severely deteriorated, but costs for heavy falsework for repairs will equal or exceed that of replacement at \$1.5 million. Replacement costs would include the heavy falsework. If replacement is needed, he explained it resolves the root cause of cracking, replaces all deteriorated concrete, and would now have an estimated life span of 50 years at a minimum. He asked the Board to keep in mind the

project is due for completion in 9 months. Mr. Jacoby summarized what he had covered and said the final recommendation will include a net present value review.

Director Kimball asked when additional stress cracks would show or how long the fix would last. Mr. Jacoby said that, with repairs along the way, the concrete should not see anything major for another 30 to 50 years. Director Kimball asked what would happen if the Board decided not to do this. Mr. Jacoby stated the bridge would need to be closed at some point. He said the bridge is scheduled to be closed between Labor Day 2020 through Memorial Day 2021 for the needed repairs.

Mr. Sullivan said the Board would likely receive a poll to check their availability for a special meeting once some of the details have been worked out.

4.1. 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 a Request by Robert R. Miller and Beth M. Miller for a License to Encroach for Property Located in Delaware County, Oklahoma.**

Chair Richie asked Mrs. Jahnke to present the item regarding the license to encroach.

Regarding item a, Mrs. Jahnke showed an aerial view of the encroachment area (portion of house, decks and concrete patio) related to the request for a license to encroach. She also showed a survey illustrating the 1,114.90 square foot encroachment on GRDA's property. Mrs. Jahnke said this is a routine item, and has been calculated at \$780 per year using a standard rate

of \$0.70 per square foot. The landowner has paid the first year's license fee and the survey fee. It is a 30-year license.

Director Kimball moved to approve a 30 year License to Encroach to Robert R. and Beth M. Miller in Delaware County, Oklahoma, for the amount of \$780.00 per year, seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

2. Audit, Finance, Budget, Policy & Compliance Committee: Director Lewandowski had no report.

3. Compensation & Marketing Committee:

Director Kimball said the committee has discussed and approved by phone the budgeted annual buy for television advertising. As in the past, these have been very time-sensitive negotiations with media outlets. He asked Mr. Wiscaver to present information to the Board on this item.

Mr. Wiscaver showed the GRDA 2020 Broadcast Advertising plan. He said his department has continued in their charge to increase brand awareness in the eastern Oklahoma region. Mr. Wiscaver stated that telling GRDA's story to a broader audience strategically positions GRDA to show their value and gain a stronger understanding of the value to the region and their customers, as well as gaining better traction with community leaders, legislators, and other key stakeholders. Since 2017, he said their department has experienced significant and measurable growth in "impression points" and "earned media". Mr. Wiscaver showed a comparison of total impressions and earned media from 2017 (\$179,455 in earned media) to 2019 (\$523,988 in earned media), saying that the total audience reached increased more than double. His team uses Requests for Proposals for television broadcasters in the Tulsa market for a traditional branding package to cover the time period of May 15, 2020 to December 31, 2020. The buy includes: 15-second, 30-second, or 60-second spots airing during newscasts and

targeted programming, a vendor-produced interview style business spotlight segment highlighting the organization and airing during newscasts, additional advertising via digital and social media, and sponsorship opportunity (lake levels, weather cameras, etc.) during newscasts with the GRDA logo prominently displayed. He explained the timing on this and how the evaluation was conducted and the selection made, as well as saying there would be geo-targeting that offers an opportunity to plug into the communities GRDA serves directly. Mr. Wiscaver said KJRH (Channel 2) and KOTV (Channel 6) were the two selected. The total cost for these buys is \$60,000 and was previously approved by the committee. He asked Mr. Alberty to play the commercial. Mr. Wiscaver stated this new commercial has already begun running and was produced and written by himself.

Director Kimball said he is proud of the work done on this to show GRDA communities and the state what public power does. He said this conveys a great message and thanked the committee and Mr. Wiscaver for their work.

Director Elam thanked the committee and Mr. Wiscaver for getting this out to the customer communities.

- 4. Fuel and Long-Range Planning Committee:** Director Meyers said the committee did meet on Monday afternoon via video conference to discuss coal contracts, but due to the terms of these agreements it would be taken up in Executive Session.

Mr. Sullivan stated the open session portion of the virtual meeting would remain open while the Executive Session portion is conducted. After the Executive Session is complete the Board of Directors and staff will reconvene in the same open session. He thanked the Board and everyone present on the virtual meeting.

6. Executive Session:

- a. **Proposed Executive Session Pursuant to 25 O.S. § 307(C)(11) for the Purpose of Confidential Communications between the Board and its Attorney to Confer on Matters of Economic Development Where the Public Disclosure of Information Would Violate the Confidentiality of the Business.**
- b. **Proposed Executive Session Pursuant to 25 O.S. § 307(C)(11) for the Purpose of Confidential Communications between the Board and its Attorney to Confer on Matters of Economic Development Where the Public Disclosure of Information Would Violate the Confidentiality of the Business.**
- c. **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.**

Director Kimball moved to go into executive session at 11:16 a.m., seconded by Director Elam, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Kimball moved to return to regular session at 12:08 p.m., seconded by Director Elam, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

7. Action on Executive Session Items

- a. **Action, as Necessary, Concerning Confidential Communications between the Board and its Attorney to Confer on Matters of Economic Development Where the Public Disclosure of Information Would Violate the Confidentiality of the Business.**
- b. **Action, as Necessary, Concerning Confidential Communications between the Board and its Attorney to Confer on Matters of Economic Development Where the Public Disclosure of Information Would Violate the Confidentiality of the Business.**
- c. **Action, as Necessary, Concerning Matters Pertaining to Coal or Gas Fuel Supply and Transportation Contracts.**

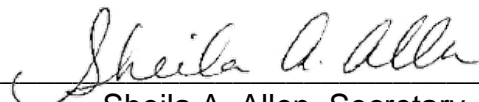
Regarding item a, Director Elam moved the Board approve the agreements discussed in executive session under the terms discussed and upon review and approval

by Administration and General Counsel, seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

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

Regarding item c, Director Sublett moved the Board approve the proposed Coal Supply Agreement, with Peabody COALSALES, LLC, as discussed in executive session, subject to the approval of final terms and conditions by the CEO and General Counsel, seconded by Director Elam, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Elam moved for adjournment at 12.15 p.m., seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Lewandowski, Meyers, Richie, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*



Sheila A. Allen, Secretary

DATE APPROVED:

July 8.2020

GRDA Board of Directors