

**Minutes of Regular Meeting
Grand River Dam Authority
Board of Directors
August 12, 2020**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held at the Grand River Dam Authority Ecosystems and Education Center in Langley, Oklahoma, on August 12, 2020. The option was given to attend via Cisco WebEx using access code 146 410 5872, and the meeting password was BoardMtg081220. Some attendees could join by phone at +1-408-418-9388 (Meeting Number/Access Code 146 410 5872), from a video system or application at 1464105872@grda.webex.com (or by dialing 173.243.2.68 and entering the meeting number – 146 410 5872). 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 agenda with the Mayes County Clerks' offices on August 11, 2020, at 10:00 a.m.; by posting said agenda at www.grda.com; and by posting said agenda at the principal office of Grand River Dam Authority at least 24 hours prior to the meeting.

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

BOARD MEMBERS

James B. Richie, Chair	Absent
Mike Lewandowski, Chair-Elect	Present
Pete Churchwell	Present
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: Tom Rider, OMA; Mike Doublehead, TPWA; Jeff Underwood, Senator Lankford's Office; Pam Polk, City of Collinsville; Phil Stokes, City of Siloam Springs; Andy Cook, Warren CAT; 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, Brandon Stafford, Teresa Hicks, GRDA.

4. New Business

4.a. Capital Work Order Report

Number	Title	GRDA Cost
RF020-01055	Redden Transformer Replacement	844,619
RF020-01054	Sallisaw Interconnect Tap Modifications	158,478
RF020-01047	Replace GE Type U Bushings	211,647
Grand Total Work Orders		\$ 1,214,744

Mr. Sullivan explained the 3 standard items on the Capital Work Order Report. He asked if the Board had any questions or needed to follow-up on any item listed. There were no questions.

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

CONSENT AGENDA

2. July Claims, \$29,712,036.78.

4.b. Resolutions of Commendation:

- 1) Carolyn J. Carmical
- 2) Kenneth M. Reynolds

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

Description and/or Make of Item

Rheem Condenser
Rheem Air Handler

- 4.d. Power Cost Adjustment (PCA) of \$0.01929 per kWh for September 2020**
- 4.e. Additional payment to AEGIS for Directors & Officers Insurance premium and surplus lines tax of \$415.75**
- 4.f. Memorandum of Understanding – Sallisaw Municipal Authority**
- 4.g. First Amendment to Interconnection Agreement – Enable Oklahoma Intrastate Transmission, LLC**
- 4.h. Second Amendment to Power Purchase and Sale Agreement - City of Pryor Creek, ex rel., its Municipal Utility Board**
- 4.i. Exhibit B Update – Interplastic Corporation**
- 4.j. Exhibit B Update – Whiting-Turner Contracting Co.**
- 4.k. Deed of Conservation Easement – Charles E. Carroll and Mildred E. Carroll, Co-Trustees of the Charles E. Carroll Trust, and the Mildred E. Carroll Trust, both dated October 6, 1995 – 20 Acres in Adair County, Oklahoma**
- 4.l. Deed of Conservation Easement – William Berty Fritts, Brandy Fritts, Mitchell K. Fritts, and Lois Gay Fritts – 30 Acres in Cherokee County, Oklahoma**
- 4.m. Deed of Conservation Easement – Mark and Jerri Weathers – 20 Acres in Adair County, Oklahoma**
- 4.n. Deed of Conservation Easement – James Ronald and Catherine Bradshaw – 15 Acres in Adair County, Oklahoma**
- 4.o. Recommendation for Allgeier, Martin & Associates, Inc. Engineering Services Agreement Task Authorization #2 – PLC to Fiber Conversions**
- 5.b. Purchase Order Report (*Denotes Addenda Items):**

Standard Purchase Orders & Contracts

PO Number	Vendor Name and City State	Amount
43117	REXEL USA, INC. - BROKEN ARROW, OK	177,003.74
108239	KIMERY PAINTING, INC. - GLENPOOL, OK	161,811.00
43125	OKLAHOMA ROOFING & SHEET METAL, INC. - OKLAHOMA CITY, OK	192,286.39
108369	OFFICE OF MANAGEMENT ENTERPRISE SERVICES - OKLAHOMA CITY, OK	6,730.02
108687	KEYSTONE ELECTRICAL MANUFACTURING CO - DES MOINES, IA	586,144.04
43124	WARREN POWER & MACHINERY LP DBA WARREN CAT - TULSA, OK	420,000.00
43136	GENERAL ELECTRIC STEAM POWER - OVERLAND PARK, KS	154,330.00

Grand Total Standard POs & Contracts:		\$1,698,305.19
Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
Grand Total Change Orders & Renewals:		\$0.00
Grand Total		\$1,698,305.19

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

REGULAR AGENDA

1. Regular Board Meeting Minutes of July 8, 2020, and Special Board Meeting Minutes of July 30, 2020.

Director Meyers moved to approve the regular Board meeting minutes of July 8, 2020, and the special Board meeting minutes of July 30, 2020, seconded by Director Sublett, and voted upon as follows: Churchwell, abstain, Elam, yes, Kimball, yes, Lewandowski, yes, Meyers, yes, Sublett, yes. *Motion passed (5-yes, 0-no, 1-abstained).*

3. Unfinished Business

3.a. Progress Reports

Mr. Sullivan said he is sad to report the GRDA Family lost Grand River Energy Technical Superintendent Steve Howe. Mr. Howe passed away on July 26, 2020, following a lengthy battle with ALS. He stated Mr. Howe was an example in the way that he responded to his illness and continued to work and demonstrate an incredible amount of courage. Mr. Sullivan said Mr. Howe was a vital part of operations at GRDA and a huge asset to the Authority. He stated he was quite an inspiration to those that knew him and worked with on a regular basis. Mr. Howe was instrumental in working with the first robotics program that GRDA and the MidAmerica Industrial Park and others participated in. Mr. Sullivan told the Board there have been initial discussions with those involved in the program, and he has spoken to his wife at the memorial

service about establishing a scholarship in Mr. Howe's name. He expressed his condolences to his family and friends and said he will be dearly missed, and that GRDA will do everything possible to honor his memory and his contributions to the Authority.

Mr. Sullivan said he and the staff participated in the second virtual town hall meeting in July to discuss the COVID-19 situation. He showed a photo of himself and Mrs. Hunter during the event. Mr. Sullivan stated he and Mrs. Hunter had the opportunity to discuss several issues from questions submitted ahead of time. There were many questions about leave and travel, and was a great opportunity to provide additional feedback and hear from GRDA employees about their concerns. He explained he and the staff will continue this process as it has been well-received. However, they will look at a better day of the week to better accommodate employees' schedules. He said they have recorded these events to allow employees to listen at a later time.

After GRDA's Substation Department received some routine oil tests on July 24, followed with additional testing, Mr. Sullivan said GRDA staff confirmed an issue with the transformer at the Redden Substation. With this, members of GRDA's Distribution, Metering, Relay and Substation Crews installed a mobile sub the next day to prevent the equipment from experiencing additional damage. He said this allowed GRDA to maintain reliability and avoid an unplanned outage.

Mr. Sullivan showed photographs of employees at the Robert S. Kerr Dam and Salina Pumped Storage Project as employees distributed GRDA water bottles and other treats to other employees working in the field. He said this seems to have been well-received, and appreciates everyone that had a hand in this.

Mr. Sullivan showed 2 photographs of a double rainbow over the Grand River Energy Center facility following early morning storms on July 30, taken by GRDA employees.

He said there was an unscheduled outage last week on the Grand River Energy Center (GREC) Unit 3. A seal issue in the high pressure steam drum caused a problem and the unit was out for 1 hour to do a repair. Mr. Sullivan stated sometimes the crew can work on the

equipment during the cooling process because the time it takes to cool is more than the time needed to make the repair. He explained there was a relatable market loss of \$121,622.66 as a result of already being bid into the day-ahead market, but said this month has been a very strong month for GREC Unit 3. Mr. Sullivan said the crew caught this issue quickly and were able to get the unit put back together relatively easily. He showed photos of the gasket, and said the total repair cost was \$3,105.14.

Director Churchwell asked how this issue was caught. Mr. Sullivan said the monitoring equipment showed a loss of steam and pressure.

Mr. Sullivan explained data shown as to GRDA's Demand and Energy for Load Following comparing information from July 2020 to July 2019 for GRDA's Full Requirements Customers. He said this still shows strong retail sales and demand. Mr. Sullivan commented he thought it was a reasonably good rebound across the system and a strong month for GRDA in July. He showed graphs illustrating a comparison of resource energy production, and explained there was a significant change in the amount of hydro production since this year's rainfall is at a more normal level for the month.

Mr. Sullivan provided the Board with an update on the current COVID-19 situation as of August 11, 2020. He showed the current numbers and graphs showing a case status breakdown, local radius numbers, and active hospitalization numbers. He said there were 765 new cases in Oklahoma (397 new on August 11), and there were 373 new cases in the local radius/district with 340 of those being in-state and 33 out-of-state. Mr. Sullivan stated there is somewhat of a plateau occurring which is a positive thing as the overall cases are trending down. There is a significant decrease in the active cases in the local radius as well. He showed and explained statistics on case status breakdown and local radius numbers, as well as active hospitalization numbers.

Director Kimball said he wanted to acknowledge the huge success of the recent Legislative Getaway. He said he thought this was by far the most successful of the events. Director Kimball said the event was condensed this year due to the pandemic, but was very

well-received. He told more about the event and explained some of what occurred. Director Kimball expressed his appreciation of the GRDA staff. Mr. Mike Doublehead also commended the GRDA staff for putting the event together. He said it was great for Oklahoma's elected officials to see what GRDA does and to see the value brought to the communities, as well as the importance of how the customers work with GRDA to support the State of Oklahoma. Mr. Doublehead stated he enjoyed the opportunity and thanked the GRDA staff for coordinating this event.

Director Sublett asked Mr. Sullivan if the issue on the GREC Unit 3 has been fully remedied. Mr. Sullivan confirmed this and said the crew has changed the operating procedures on the proper torque for this closure, and implemented other changes to prevent this from happening again.

4. New Business

4.p. Consideration, Discussion and Possible Approval of Conservation Easement from Siloam Springs Water Resources Company, Inc. Covering Property in Adair County, Oklahoma to Satisfy Aquatic Resource Mitigation Under 404 Permit for Waterpark

4.q. Consideration, Discussion and Possible Approval of Conservation Easement from Patton Limited, LLC Covering Property in Adair County, Oklahoma to Satisfy Cultural Resource Mitigation Under 404 Permit for Waterpark

4.r. Consideration, Discussion and Possible Approval of Deed from Siloam Springs Water Resources Company, Inc. for Property in Adair County, Oklahoma for Water Park

4.s. Consideration, Discussion and Possible Approval of Deed from Patton Limited, LLC for Property in Adair County, Oklahoma for Water Park

Mrs. Hunter provided an update to the Board of Directors on the whitewater park. She said they have achieved 90 percent target price and all construction documents are complete. The construction is currently out to bid, and GRDA is expecting all bids to be in by Friday, August 21, 2020. She said, as they review these, GRDA will then receive confirmation of funding and get the

Guaranteed Minimum Price. Mrs. Hunter stated they expect all of this to be complete by early September 2020, that she will be bringing that back to the Board at the September 2020 Board of Directors Meeting. The GRDA staff are working through some final requirements right now related to the Siloam Springs intake with the Arkansas Department of Health, and the 404 Permit requirement plans have been developed. Mrs. Hunter told the Board they are trying to make up time delays due to the pandemic, and the team has been working diligently to keep the project moving forward. She said the items presented today allow them to get as much done as possible to anticipate a groundbreaking before the winter months. As part of the 404 Permit requirements, the U.S. Army Corps of Engineers requires 2 things to be mitigated to receive their approval. These are cultural resource mitigation and aquatic resource mitigation. Mrs. Hunter showed an aerial view of the whitewater park site, noting the cultural area easement and wetland mitigation easement. The cultural resource mitigation requires a conservation easement of approximately 22 acres in Adair County currently owned by Patton Limited, LLC. As a part of this, this area is not to be disturbed and is off-limits to construction. The aquatic resource mitigation requires a conservation easement of approximately 9.8 acres in Adair County currently owned by Siloam Springs Water Resources Company, Inc. As a part of this and as the team nears the end of construction, there is a requirement to plant a number of trees in this area. She showed a map to illustrate exactly how the properties would be handled.

Director Churchwell asked what the current completion date would be. Mrs. Hunter said this would be completed early 2023.

Director Churchwell moved to approve the acceptance of the following: conservation easement from Siloam Springs Water Resources Company, Inc. for property in Adair County, Oklahoma; conservation easement from Patton Limited, LLC for property in Adair County, Oklahoma; deed from Siloam Springs Water Resources Company, Inc.; deed from Patton Limited, LLC, all subject to final terms and conditions to be approved by the CEO and General Counsel, seconded by Director Kimball, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

4.t. Consideration, Discussion and Possible Approval of Shoreline Management, Police, Fire & Rescue Watercraft

Mr. Edwards said the staff is asking to purchase a multi-use watercraft for the Shoreline Management crew, as well as for use by the GRDA Police and Fire & Rescue. He said currently GRDA only has the work barge to use for this purpose, and it regularly requires repairs due to the environment they are required to work in. He said having this new watercraft would reduce travel time and increase efficiency, saving approximately \$50,800 annually. It would assist with shoreline and island cleanups, heavy equipment transport, and dilapidated dock removal. With new FERC requirements, Mr. Edwards stated this would greatly assist in navigational buoy and lighthouse maintenance and installation, hazardous spill remediation and boom deployment, and would eliminate the need for outside contractors, which has cost GRDA over \$100,000 for these items since 2017. He said this watercraft would also assist GRDA Police and Fire with submerged vessel or vehicle removal, police search and rescue, provide a fire system for vessel, marina and shoreline structure fires, a fire system that can serve as a bilge pump for sinking vessels, and a fire system that can serve as a water supply for land-based fire equipment. He went over the specifications of the 38' x 12' Munson aluminum landing craft and explained why the items included are necessary. Mr. Edwards provided a cost breakdown for the watercraft for a total cost of \$512,558.00. He said GRDA has had a previous purchase history with Munson, and stated the current Munson watercraft owned by GRDA has stood the test of time. He said the watercraft is on the GSA Advantage Web site, and GRDA would receive a 2.5 percent government discount off of the hull price. He said the Web site contains information on the watercraft, including a number of unique features GRDA needs as well as many positive customer testimonials. Mr. Edwards showed pictures of the Munson Catamaran Landing Craft, along with photographs of an example use of the fire system and cargo capacity.

Director Churchwell commented he believes the purchase of this type of vessel is long overdue.

Director Kimball asked how much is included in the budget for this purchase. Mr. Edwards said approximately \$428,000 is budgeted for this, but that there is money that will be moved from the law enforcement or ecosystems budget that will not be used in 2020.

Director Sublett asked if there are other vendors that could provide this type of specialized equipment. Mr. Edwards said this is already on the GSA contract with the State of Oklahoma and has been pre-bid, as well as saying Munson's track record is outstanding and they have a patent on the catamaran hull.

Director Meyers asked if they make a craft that is firefighting only. Mr. Edwards said he is certain they do. However, he explained these types of boats are not usually mass-produced, and GRDA would like to purchase this to serve as a work platform, with an added advantage to fighting fires, removing spills, etc. Mr. Edwards stated he and the staff wanted to make sure this would be the most diverse piece of equipment it could be.

Director Elam asked if GRDA would see 30 years of service from this watercraft. Mr. Edwards confirmed this, saying he believes that is a very good estimate based on previous experience and experience with other watercraft. He also stated this type of equipment will also make things more safe for those that use it.

Discussion ensued related to some of the specifics of the boat.

Director Elam asked what an estimate of the savings on manpower would be. Mr. Edwards said that a conservative estimate would be \$70,000 per year in savings and explained this.

Director Kimball asked where this boat would be housed. Mr. Edwards said it would be housed below the GRDA Ecosystems & Education Center a good part of the time, but it could likely need a boat slip in another area of the lake, depending on where it is needed. He said the cost would be approximately \$3,500 to \$4,000 per year for a rental boat slip.

Director Churchwell moved to approve utilizing the GSA Contract GS07F0442M with the William E. Munson Company for an amount not to exceed \$512,558.00 subject to the agreement of the Chief Executive Officer and General Counsel, seconded by Director Meyers, and voted upon as

follows: Churchwell, yes, Elam, no, Kimball, yes, Lewandowski, yes, Meyers, yes, Sublett, yes.

Motion passed (5-yes, 1-no, 0-abstained).

5. Reports

5.a. Board of Directors Committee Reports

1. Assets Committee:

- a) **Consideration, Discussion and Possible Approval of a Request by Michael F. Serra, Jr. and Patsy L. Serra, Co-Trustees of the Michael F. Serra, Jr. and Patsy L. Serra Living Trust Dated September 24, 2007 for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- b) **Consideration, Discussion and Possible Approval of a Request by Karen Kay Allen for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- c) **Consideration, Discussion and Possible Approval of a Request by James L. Arnold and Adrian L. Arnold for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- d) **Consideration, Discussion and Possible Approval of a Request by Mooneys Sunset Bar & Grill, LLC for a License to Encroach for Property Located in Mayes County, Oklahoma.**
- e) **Consideration, Discussion and Possible Approval of a Request by Mooneys Sunset Bar & Grill, LLC for a Lease of GRDA Property Located in Mayes County, Oklahoma.**
- f) **Consideration, Discussion and Possible Approval of a Request by BAK, LLC, d/b/a Elk River Landing for a Lease of GRDA Property Located in Delaware County, Oklahoma.**
- g) **Consideration, Discussion and Possible Approval of a Request by Daniel Mulcahy d/b/a Water's Edge OK, LLC for a Commercial Dock Permit for a Facility Located in Mayes County, Oklahoma.**

Director Churchwell asked Mrs. Jahnke to briefly go over the first few items.

Regarding item a, Director Churchwell moved to approve a License to Encroach to Michael F. Serra and Patsy L. Serra, Co-Trustees of the Michael F. Serra and Patsy L. Serra Living Trust dated September 24, 2007 for the amount of \$1,117.00 per year plus monthly payments for survey of \$83.00, and was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item b, Director Churchwell moved to approve a License to Encroach to Karen Kay Allen for the amount of \$528 per year, and the item was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item c, this item was tabled by the committee.

Regarding item d, Director Churchwell moved to approve a License to Encroach in Mayes County, Oklahoma for the amount of \$704.00 per year, and was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item e, Director Churchwell moved to approve a 10-year Lease with an option for another 10 years to Mooney's Sunset Bar and Grill in Mayes County, Oklahoma, with yearly lease payments in the amount of \$1,940 from September 1, 2020 through August 31, 2022 and \$1,050 per year thereafter. The lease term being beneficial to the business of the Authority by reducing administrative costs, this was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item f, Director Churchwell moved to approve a 10-year Lease with an option for another 10 years with BAK, LLC, d/b/a Elk River Landing in Delaware County, Oklahoma for the amount of \$424.75 per month, the lease term being beneficial to the business of the Authority by reducing administrative costs and was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item g, Director Churchwell asked Mr. Edwards to explain this item.

Mr. Edwards showed an aerial view of the area in Mayes County, Oklahoma. He said this site includes 32 acres with 90 RV spaces, 10 rental cabins, 101 covered boat and RV storage spaces, a maintenance shop, office, clubhouse, and a courtesy dock. Mr. Edwards told the Board there was a transfer in ownership from Tudo Bem, Inc. to Water's Edge, LLC in April

2020. He showed a diagram of what the new owner is requesting, to include approval for an additional 11-slip dock and 4 PWC slips. Mr. Edwards stated the project meets all application requirements, including payment of the \$5,000 application fee, having current insurance, and paying the annual permit fee of \$931.80. There was a public meeting held on July 23, 2020, to talk about this, but there were no attendees present and no written comments were received.

Director Churchwell moved to approve the request for the commercial application for Water's Edge, LLC as submitted, and the item was voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, 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 would have an item in Executive Session, but nothing else to report.
- 4. Fuel and Long-Range Planning Committee:** Director Meyers had no report.

4. New Business (continued)

4.u. Recognition of Outgoing Chair

This item was tabled due to Chair Richie's absence, but will be taken up at the next Board of Directors Meeting.

4.v. Recognition of Retiring Board Member

Director Churchwell said he appreciated the opportunity to attend the meeting today and to serve on the Board. He stated it has been one of the joys of his life. Director Churchwell stated he has had a very long relationship with Grand Lake and GRDA and his family owned a property on the lake and has spent many years enjoying what the lake offers. He said he is grateful to work with GRDA and be involved on a more official basis. Director Churchwell said the GRDA that exists today is truly the state's most exemplary agency. He stated it is a model that all state agencies should try to replicate. Director Churchwell said the Authority is a huge benefit to the

State of Oklahoma, to GRDA customers, communities and lake constituents. He stated the work GRDA has done in the environmental area is exceptional and second to none, and that the Authority has put a priority on the stewardship of the lakes waters and properties GRDA is responsible for. Director Churchwell commended the staff and said he is very proud to be a part of GRDA and the Board of Directors. He expressed his appreciation for the opportunity to serve the State of Oklahoma in this capacity and wished everyone the very best of luck.

Mr. Sullivan said with Director Churchwell on the GRDA Board of Directors GRDA has received not only a member with extensive utility experience, but also a lake resident and someone very dedicated to water quality on Grand Lake. He stated he and the staff are grateful to have the opportunity to tap into this knowledge and expertise and to have his steady hand in being Chair of the Assets Committee during his time at GRDA. He expressed his appreciation and said, in keeping with tradition, he would like to present Director Churchwell with a framed award print of the Pensacola Dam. He read what was written on the print, saying GRDA is proud to acknowledge him for his unwavering support and guidance as a director and past Chairman of the GRDA during his terms from May 2014 to August 2020. He thanked him for all of his contributions to GRDA.

4.m. Other New Business, if Any, Which Has Arisen Since the Posting of the Agenda and Could Not Have Been Anticipated Prior to the Time of Posting (25 O.S. § 311(9)).

Director Kimball said he knew Mr. Lofton and the GRDA staff have done everything they could regarding GRDA's insurance coverage needs. However, he did not believe the figures presented to GRDA were accurate. Director Kimball said he believes, as complicated as the insurance business has become, GRDA should be able to rely on one of the organizations they are members of to assist in making certain the Authority has the right coverage as he does not have faith in the broker used. Mr. Sullivan said he and Director Kimball have had a conversation on this topic, with a subsequent discussion with GRDA General Counsel Heath Lofton. He stated they will reach out to the General Counsel Forum at the Large Public Power Council (LPPC) and see what input is received. Mr. Sullivan told the Board GRDA actually began the process 3 years

ago as an RFP for something similar to this. They will follow-up on that, as it is a good time to do this with the changes in the industry and changes in GRDA's insurance coverage, also saying it would be wise to do a full assessment of this.

Director Elam said he agrees with this and looks forward to seeing the outcome.

6. Executive Session:

a. Proposed Executive Session Pursuant to 25 O.S. § 307(B)(1) to Discuss the Annual Review and Salary of the Chief Executive Officer.

Director Kimball moved to go into executive session at 11:14 a.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

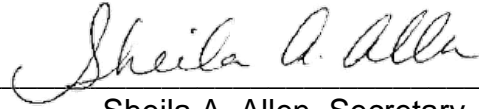
Director Churchwell moved to return to regular session at 12:30 p.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

7. Action on Executive Session Items

a. Action, As Necessary, Concerning the Annual Review and Salary of the Chief Executive Officer.

Regarding item a, Director Kimball moved to approve the review and salary of the Chief Executive Officer as discussed in executive session, seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Kimball moved for adjournment at 12:31 p.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Sublett, yes. *Motion passed (6-yes, 0-no, 0-abstained).*



Sheila A. Allen, Secretary

DATE APPROVED:

September 9, 2020
GRDA Board of Directors