

**Minutes of Regular Meeting
Grand River Dam Authority
Board of Directors
Chouteau, Oklahoma
November 7, 2019**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held at the Grand River Dam Authority Grand River Energy Center, Chouteau, Oklahoma, on November 7, 2019. 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 27, 2018, at 1:12 p.m.; by posting the agenda with the Mayes County Clerks' offices on November 6, 2019 at 9:33 a.m.; by posting said agenda at www.grda.com; and by posting said agenda at the principal office of GRDA at least 24 hours prior to the meeting.

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

BOARD MEMBERS

| | |
|-------------------------------|---------|
| James B. Richie, Chair | Present |
| Mike Lewandowski, Chair-Elect | Present |
| Pete Churchwell | Present |
| Dwayne Elam | Present |
| Tom Kimball | Present |
| Chris Meyers | 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: Charles Sublett, Upcoming GRDA Board Member; Paul Bazil and Jess Campbell, Lakewood Village; Mike Starks and Elton Willard, City of

Cushing; Phil Stokes, David Fletcher and Frank Sislo, City of Siloam Springs; Craig Stokes, City of Collinsville; Tamara Jahnke, Jeff Brown, Jennifer Marquis, Melanie Earl, Brylee Harbuck, Cameron Philpott, Jerry Cook, Logan Francis, Michelle Day, Ash Mayfield, Teresa Hicks, Jeff Tullis, Cheryl Allen, Karen Yarbrough, Shannon Randolph, Misty Kirby, Eric Tunnell, Corie Ridgway, Ray Flaming, Holly Moore, Matt Martin, Dana Shrum, Tom Gray GRDA.

4. New Business

4.g. Capital Work Order Report (Denotes Addenda Items)

| Number | Title | Gross Work Order Amount | Reimbursement | Net GRDA Cost |
|--------------------------------|--|-------------------------|---------------|---------------------|
| RF019-00998 | Kerr Dam - Station Service Breaker Upgrade/Replacement | \$ 262,844 | \$ - | \$ 262,844 |
| RF019-00997 | Nokia NSP Upgrade | \$ 214,567 | \$ - | \$ 214,567 |
| RF019-00996 | Data Center Top of Rack Switches | \$ 591,366 | \$ - | \$ 591,366 |
| RF019-00969 | District Distribution Feed - Supervisory Switchgear | \$ 472,175 | \$ - | \$ 472,175 |
| Grand Total Work Orders | | \$ 1,540,952 | \$ - | \$ 1,540,952 |

Mr. Sullivan explained items on the report and said most of these were very routine.

Director Kimball 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, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

CONSENT AGENDA

2. October Claims, \$31,197,050.19.

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

| Description and/or Make of Item | |
|------------------------------------|--|
| Rescue ONE, 2014 | Dell Printer (Lot of 8) |
| Olympic, Jon Boat, 1986 | Alcatel Switch (Lot of 5) |
| Mercury, ME30ELP, 2007 | Dell Switch (Lot of 2) |
| Coffelt, Electrofishing Boat, 1988 | NetOptics Switch (Lot of 2) |
| Mercury, 50EL PTO, 2001 | Nokia Cell Phone |
| Waco, 2460-18, 2004 | Samsung Cell Phone |
| Evinrude, E40DPLS, 2006 | Aruba Wireless Access Point (Lot of 9) |
| MFI Boat Trailer | Alcatel Phone (Lot of 10) |
| Haul Rite Trailer | HP Printer (Lot of 2) |
| Stainless Steel Props (Lot of 10) | Brother Fax Machine |
| Lowrance Locator (Lot of 3) | Westinghouse 1600 Amp Breaker (Lot of 3) |
| Lowrance Locator (Lot of 2) | Westinghouse 800 Amp Breaker (Lot of 13) |
| Hummingbird Locator | Dell Projector (Lot of 2) |

| | |
|-----------------------------------|--|
| Lowrance | Microsoft Surface |
| Mercury Motor,1115F23ED | Wacom Monitor |
| Mercury Motor,1115F23ED | Dual long gun racks for Tahoe (Lot of 3) |
| Yardarm Jack | Emergency Equip. Console (Lot of 3) |
| Panasonic ToughPad (Lot of 2) | Siren and Light Control Box (Lot of 3) |
| Dell Laptop (Lot of 7) | Emergency Lighting equipment |
| Dell Desktop Computer (Lot of 12) | Apple monitor |
| Dell Monitor (Lot of 63) | Apple desktop |

4.c. Power Cost Adjustment (PCA) of \$0.01462 per kWh for December 2019

4.d. Final Order in Administrative Hearing No. 2019-05 – Rhonda Moody

4.e. Recommended Change Order No. 4 – Contract 42769 – Engineered Disassembly and Repair Assessment of Unit 2

4.f. Recommended Change Order No. 1 – Contract 42530 – Transmission Construction Services for Line 376, 724, & 725

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

| Standard Purchase Orders & Contracts | | |
|---------------------------------------|--|--------------|
| PO Number | Vendor Name and City State | Amount |
| 42885 | GENERAL ELECTRIC STEAM POWER, INC. - OVERLAND PARK, KS | 157,240.00 |
| Grand Total Standard POs & Contracts: | | \$157,240.00 |
| Change Orders & Renewals | | |
| PO Number | Vendor Name and City State | Amount |
| 42493 | NATIONAL ELECTRIC COIL, INC. - COLUMBUS, OH | 34,101.50 |
| 42541 | VALMONT INDUSTRIES, INC. - VALLEY, NE | -12,384.00 |
| Grand Total Change Orders & Renewals: | | \$21,717.50 |
| Grand Total | | \$178,957.50 |

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

REGULAR AGENDA

1. Regular Board Minutes of October 9, 2019.

Director Churchwell moved to approve the regular Board minutes of October 9, 2019, seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

3. Unfinished Business

3.a. Progress Reports

3.a.1.a. Monthly Video Update – GRDA October 2019

- **GRDA Educational Opportunities**

Mr. Sullivan pointed out that on the Consent Agenda the Power Cost Adjustment (PCA) is one of lowest in a long time and is largely a product of the amount of recent hydropower produced.

He said GRDA recently received an affirmation from Fitch Ratings regarding the A+ stable rating. The Authority's "continued strong financial performance and its very low operating costs" were among the key reasons that led Fitch to affirm GRDA's rating on Monday, October 14. The rating agency noted that GRDA's "very low rate anchors its competitive position and provides customers with an economic incentive to continue purchasing from the Authority." Fitch also said GRDA's diverse electric generation portfolio and involvement in the Southwest Power Pool are key reasons for its ability to meet customer energy demands in the years ahead. Mr. Sullivan pointed out the Authority currently maintains the highest credit ratings in its history from the credit rating agencies Fitch, Moody's Investor Service and Standard & Poor's. He said a few GRDA staff and himself met with all of the rating agencies recently in New York City, and everyone was very pleased to hear, with all of the new processes, that GRDA's rating was reaffirmed. They have not yet heard anything official from Moody's yet, but have every indication their rating of GRDA should be reaffirmed. Mr. Sullivan also told the Board the Authority is

looking at a refunding opportunity to take some tax exempt debt and replace it with taxable debt after the first of the year. He explained this should render some significant savings.

Mr. Sullivan said there was a planned visit from the Governor on October 15 for a luncheon at the Grand River Energy Center. However, the Governor was unable to attend and the Oklahoma Secretary of Energy & Environment Kenneth Wagner was GRDA's special guest at the luncheon. He commented that as part of the activities, Wagner spoke to the large gathering of Team GRDA members, telling them that his office is "thrilled to have GRDA as a gem of one of the state agencies" under his cabinet position and that GRDA was at the forefront of helping make Oklahoma a better place for all its citizens. Mr. Sullivan stated this was a great opportunity to recognize GRDA employees and all the great work they have done. GRDA Chair-Elect Mike Lewandowski, Director Tom Kimball and Director Dwayne Elam were also in attendance at the large event.

Mr. Sullivan said GRDA received a request from the City of Siloam Springs after an EF2 tornado hit the area during the early morning hours on October 21, 2019. GRDA answered the call for mutual aid assistance, along with crews from Bentonville, Clarksville, Monett, Claremore, Tahlequah, Skiatook and Stilwell. Members of GRDA's Distribution, North, West and South line crews, along with GRDA Police assisted in restoring the transmission line affected.

Mr. Sullivan told the Board approximately 180 GRDA employees, all involved in some way with the recent Igloo Valley Substation Project, were in attendance on October 24 for a special GRDA luncheon to recognize their efforts. Mr. Sullivan stated this is a very large project that involved efforts from almost every GRDA department. He said joining him to recognize employees at the event was Director Kimball and GRDA Senior Transmission Line Engineer Patrick Magnon. They thanked them for their hard work in getting this enormous project done, despite rainy, wet conditions experienced through

most of the summer. Mr. Sullivan said the project was finished on time, under budget and showed what the GRDA Team can do. He showed photos of the group and of retired GRDA Vice President of Engineering, Reliability and System Operations Mike Herron, standing in front of his namesake-the William M. Herron Substation, located in the Mid America Industrial Park. This substation is now energized.

Mr. Sullivan said GRDA's System Operations and Hydro personnel took part in a black start drill at Pensacola Dam on October 29. He stated this is the process of restoring an electric power station or a part of an electric grid to operation without relying on the external electric power transmission network to recover from a total or partial shutdown or blackout. The work was performed by GRDA's Hydro personnel, with Bill Beisley serving as the lead on the project. Mr. Sullivan said this must be performed every three years to verify GRDA's ability to use the unit in case of a need for there to be a black start to GRDA's system. He expressed his appreciation for the employees who took part in this.

Mr. Sullivan said there was an opportunity on October 31 to recognized recently promoted GRDA Police Officers Chris Carlson and Tyler Brown. He told the Board Officer Carlson, who has served with GRDA since 2005, is now the Deputy Chief, and Officer Brown, who joined the department in 2010, has been promoted to the rank of Major. Mr. Sullivan said these two officers have been the backbone of the command structure and have provided great leadership for the Authority. He showed a photo of the officers with himself and Chief of Law Enforcement Brian Edwards at the ceremony and expressed his appreciation of their contribution to GRDA.

Mr. Sullivan said GRDA was honored to once again participate with the Paralyzed Veterans of America (PVA) annual hunt, held on lands in Ottawa County. This year, the hunt kicked off on October 31, 2019. He stated 7 veterans were able to participate, and

all were able to harvest a deer, with one getting a large buck that scored 150. Mr. Sullivan thanked Dr. Townsend for organizing the event.

Mr. Sullivan showed photographs of GRDA employee Halloween events, to include many creative costumes. He said at the Tulsa office it was the first round for the Chili Cookoff, and today is the Grand Finale for the Chili Cookoff, hoping everyone enjoys a great lunch hosted by GRDA's State Employee Charitable Campaign.

Mr. Sullivan introduced the videos and other items on the agenda.

3.a.1.b. Igloo Valley 345kV and 161kV Transmission Line Clearing

Mr. Waddell showed a map of the area and said the project involved about 280 acres. He showed the over position of the items involved in the project and explained those to the Board. Mr. Waddell showed a chart illustrating the in-house cost versus the estimate for the 345kV section of the project, with approximate savings to the Authority being \$1,348,591. He showed a breakdown of this project cost by crew within the department. Mr. Waddell also showed a chart illustrating the in-house cost versus the estimate for the 161kV section of the project, with approximate savings to the Authority being \$33,428. He showed a breakdown of this project cost by crew within the department as well. He presented a photograph of the site after most of the ground work had been done, and said the total approximate total savings to GRDA was \$1,382,019 by doing the work in-house, not including O&M savings. Mr. Waddell said the entire employee group really stepped up on this, and the result was a quality project completed on time with a lower cost to the Authority.

Director Lewandowski asked what the total project cost was. Mr. Sullivan said it was about \$48 million.

Chairman Richie commented that the savings was very impressive.

Director Elam expressed his appreciation for the work the crews did on this and mirrored Director Richie's comments on how impressed he was.

Director Kimball said it sounded like the project went much smoother using our own personnel. Mr. Waddell said he felt like this was the case. Director Kimball said he was thrilled to see this being done.

3.a.1.c. Hydropower Operations and FERC Related Improvements

Mr. Jacoby told the Board about the required inspections, to include the 5-year independent consultant inspections, annual inspection performed by FERC and the owner, regularly scheduled and incident-driven additional instrumentation evaluations, daily condition reviews, and supportive engineering assessments. He said the geologic condition evaluation through GRDA's interagency agreement with Oklahoma State University (OSU) Boone Pickens School of Geology has created a phased approach regarding the repairs. Mr. Jacoby introduced Mr. Chris Potter and asked him to provide information for the Board.

Mr. Potter showed a map of the Kerr tailrace scour restoration and channel improvements done in his department, as well as photographs of the stilling basin damage from the 2015 and 2017 record level storms and scoured rock accumulation that was cleaned in 2017. He said recent storms have produced even more damage. He explained that storms and generation have produced gravel and sand islands blocking the discharge channel. Mr. Potter showed photographs of the Kerr Spillway gate trunnion repairs that were needed, and the Pensacola Spillway gate structural repair that was done, to include a protective coating added to the needed areas. He said this repair was done due to the 5-year program to inspect, clean, reseal and structurally repair 42 spillway gates. Mr. Potter showed photographs and explained the Salina Pumped Storage Project intake canal repairs. He showed a map of the Salina Dike and pointed out improvements

that have been made, along with utility penetrations and seepage improvements and how his crews deal with the seepage and boils that occur. Mr. Potter showed the progress at the Salina Pumped Storage Project where a bluff stabilization project has been progressing. He also talked about the Kerr log boom upgrade.

Mr. Jacoby briefed the Board on the Wyandotte Levee Pump Station improvements and sewer modifications, Pensacola East Spillway right of way acquisition, maintenance and improvements of the South Highway 28 bridges, and Salina Pumped Storage rotor pole repairs. He went over upcoming planned hydropower modernization projects to include the Pensacola Generation Capacity Enhancement, Salina Pump Storage Pump-Turbine Rehabilitation, and Supplemental Hydropower.

3.a.1.d. Customer Recognition for Comments

- **Phil Stokes, City of Siloam Springs – Electric Department Director**

Mr. Stokes described the events that took place, saying that this event impacted about 2,700 customer in Siloam Spirngs. He stated the city lost about 75 poles and over 40 transformers, as this was a significant challenge for the city. Mr. Stokes expressed his deep appreciation for GRDA's assistance, as well as all of the crews involved.

Mr. Sullivan commented that GRDA is always glad to help and thanked Mr. Stokes for attending the Board meeting.

4. New Business

4.h. Wholesale Power Purchase and Sale Agreement – Citizen Potawatomi Nation Utility Authority

Mr. Reese said the Citizen Potawatomi Nation (CPN) is a federally-recognized government of the Potawatomi people, headquartered in Shawnee, Oklahoma. He told the Board that CPN operates the Iron Horse Industrial park, a 600-acre industrial park designated as a Foreign Trade Zone. The CPN has acquired a new tenant in the park in

Pro Pipe, a Canadian company, and they have recently broke ground on a 50,000 square foot production facility. Mr. Reese said GRDA recently signed an agreement with the CPN Utility Authority for the purchase of wholesale electric power to serve the Iron Horse Industrial Park. The agreement will terminate on August 31, 2024. He stated the Authority will provide the CPN Utility Authority with full-requirements transmission level service, engineering and construction of electric facilities, and manage the interconnection of facilities through the SPP study process. The local distribution cooperative will provide construction power and will serve facilities adjacent to the park. CPN has also expressed the need for power on-site by June, 2020, and GRDA is working hard on a timeline for this. Mr. Reese said this load will qualify for the existing economic development credit. In addition, GRDA generally provides an Extension of Service Allowance to help offset the cost of constructing electric facilities that extend service to new load. He explained that ordinarily this allowance only applies to electric facilities that GRDA ultimately owns. Mr. Reese said in lieu of owning electric facilities on federal trust land, GRDA has offered CPN a \$2.50/kW credit against capacity billing demand in the first 3 years from the date the substation is energized, and a \$1.50/kW credit for the remainder of the contract term.

Mr. Sullivan thanked Mr. Tom Gray for making initial contact with the CPN and helping GRDA through the process. He said there is an agreement that CPN has already signed and GRDA is aware there are other tribes interested in doing this. Mr. Sullivan said Mr. Reese and his team have done a great job on this project.

Director Kimball commented on the great team effort this was and asked Mr. Reese to tell the Board who they are. Mr. Reese provided a list of those associated with this project. Director Kimball said this will make a large difference in cost to GRDA's customer base.

Mr. Sullivan said GRDA has reached an agreement with the CPN that the local distribution cooperative will provide the construction service and will continue to serve some of those adjacent to the industrial park. He said this is a great opportunity for all involved.

Director Churchwell moved to approve the Power Purchase and Sale Agreement between GRDA and the Citizen Potawatomi Nation Utility Authority, with a credit of \$2.50/kW against capacity billing demand for the first 3 years of the contract from the date the substation is energized, and \$1.50/kW credit for the remainder of the contract term, seconded by Director Kimball, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. Motion passed (6-yes, 0-no, 0-abstained).

4.y. Other New Business

There was no other new business

Chair Richie thanked Director Lewandowski for taking on the responsibility as Chair of the Audit, Finance, Budget, Policy & Compliance Committee, and expressed his appreciation.

5. Reports

5.a. Board of Directors Committee Reports

1. Assets Committee:

- a) **Consideration, Discussion, and Possible Approval of a Request by Edward C. and Leann W. Barnwell for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- b) **Consideration, Discussion, and Possible Approval of a Request by Robert Lee Johantgen, Donna Jean Ikola, David Allan Johantgen, Carol Lynn Niccoli and Thomas Scott Johantgen for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- c) **Consideration, Discussion and Possible Approval of a Request by D. Leland Slack for a License to Encroach for Property Located in Delaware County, Oklahoma.**

- d) **Consideration, Discussion and Possible Approval of a Request by The Norma J. Boyer Trust dated June 12, 1991 for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- e) **Consideration, Discussion and Possible Approval of a Request by Michael Walters and Greg Gunn for a License to Encroach for Property Located in Delaware County, Oklahoma.**
- f) **Consideration, Discussion and Possible Approval of a Request by Russell E. and Yvette J. McDaniel for a 30 year License to Encroach in Ottawa County, Oklahoma.**
- g) **Consideration, Discussion and Possible Approval of a Request by Lakewood Village Limited Partnership for a Lease for Property Located in Delaware County, Oklahoma.**
- h) **Consideration, Discussion and Possible Approval of a Request by The Vintage on Grand Lake Homeowners Association for a Two Year Extension of a Commercial Permit.**

Regarding items a, Director Churchwell moved to approve a 30 year License to Encroach for Edward C. and Leann W. Barnwell, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items b, Director Churchwell moved to approve a 30 year License to Encroach for Robert Lee Johantgen, Donna Jean Ikola, David Allan Johantgen, Carol Lynn Niccoli and Thomas Scott Johantgen, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items c, Director Churchwell moved to approve a 30 year License to Encroach for D. Leland Slack, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items d, Director Churchwell moved to approve a 30 year License to Encroach for The Norma J. Boyer Trust dated June 12, 1991, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items e, Director Churchwell moved to approve a 30 year License to Encroach for Michael Walters and Greg Gunn, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items f, Director Churchwell moved to approve a 30 year License to Encroach for Russell E. and Yvette J. McDaniel, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items g, Director Churchwell moved to approve a 10 year lease to Lakewood Village Limited Partnership for property located in Delaware County, Oklahoma, for a lease payment of \$719 through October 2021, after which the lease payment decreases to \$389, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding items h, Director Churchwell moved to approve an extension until November 1, 2021 of the GRDA permit issued to The Vintage to allow them to complete the approved modifications, and voted on as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Kimball left the room at 12:58 p.m., and returned at 1:00 p.m.

2. Audit, Finance, Budget, Policy & Compliance Committee:

Director Lewandowski said there was no current report, but asked Mrs. Gudde to bring the Board up-to-date on the budget process.

Mrs. Gudde said the committee is planning to meet on November 12, 2019, to complete the budget and then will plan to bring the budget to the full Board at the December Board of Directors Meeting.

Mr. Sullivan asked the Board of Directors to check their availability on December 17, 2019, as there is a needed change to the Board Meeting date. All of the directors responded they are available.

3. Compensation & Marketing Committee:

Director Kimball said he attended the Statewide Conference on Tourism yesterday. A few of the staff attended. He said the Lieutenant Governor and others at the conference held GRDA up as the Gold Standard for lake operations. Director Kimball said one of the things GRDA was commended for was forming a fishing trail, which has been in operation since April of 2019, which begins at Grand Lake O' the Cherokees. The numbers from the Lieutenant Governor's office has been that Oklahoma receives \$55 for every \$1 spent, which compares to their average formula that says the state receives \$7 for every \$1 spent on tourism. He stated this keeps GRDA as an example for other agencies and areas. Director Kimball thanked the GRDA employees and staff for making this happen.

Chair Richie added that he had recently talked with a Japanese fisherman visiting the area on his tour all over the world. He said this gentleman was fishing for spoonbill and had commented he would definitely be back because of the great experience he had.

4. Fuel and Long-Range Planning Committee: Director Meyers had no report.

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. **Executive Session Pursuant to 82 O.S. § 862.1(2)(b), Which Exempts the GRDA from the Open Meeting Act for Matters Related to Power Purchase Agreements.**
- c. **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 Claim Related to Peabody COALSALES, LLC, 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 Claim in the Public Interest.**
- d. **Proposed Executive Session Pursuant to 25 O.S. Section 307 (B)(3) for the Purpose of Discussing the Purchase, Lease or Appraisal of Real Property in Delaware County, Oklahoma.**

Director Kimball moved to go into executive session at 10:46 a.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Kimball moved to return to regular session at 1:15 p.m., seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

7. Action on Executive Session Items

- a. Action, As Necessary, Concerning the Pending Investigation, Claim, or Action Related to Federal Energy Regulatory Commission Project No. 1494-348.**
- b. Action, As Necessary, Concerning Matters Related to Power Purchase Agreements.**
- c. Action, as Necessary, Concerning the Pending Claim Related to Peabody COALSALES, LLC.**
- d. Action, as Necessary, Concerning the Purchase, Lease or Appraisal of Real Property in Delaware County, Oklahoma.**

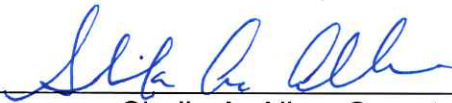
Regarding item a, no action was needed on this item.

Regarding item b, Director Churchwell moved to approve the agreement discussed in Executive Session subject to the approval of the final terms by the Chief Executive Officer, seconded by Director Kimball, and voted upon as follows: Churchwell, yes, Elam, yes, Kimball, yes, Lewandowski, yes, Meyers, yes, Richie, no. *Motion passed (5-yes, 1-no, 0-abstained).*

Regarding item c, Chair Richie moved to approve the agreement discussed in Executive Session subject to the approval of the final terms by the Chief Executive Officer, seconded by Director Churchwell, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Regarding item d, Director Elam moved to approved the agreement discussed in Executive Session subject to the approval of the final terms by the Chief Executive Officer, seconded by Director Churchwell, and voted upon as follows: Churchwell, yes, Elam, yes, Kimball, yes, Lewandowski, yes, Meyers, yes, Richie, no. *Motion passed (5-yes, 1-no, 0-abstained).*

Director Kimball moved for adjournment at 1:20 p.m., seconded by Director Elam, and voted upon as follows: Churchwell, Elam, Kimball, Lewandowski, Meyers, Richie, yes. *Motion passed (6-yes, 0-no, 0-abstained).*



Sheila A. Allen, Secretary

DATE APPROVED:

December 17, 2019

GRDA Board of Directors