

**Minutes of Regular Meeting
Grand River Dam Authority
Board of Directors
March 9, 2023**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held at the Grand River Dam Authority's Administrative Center in Chouteau, Oklahoma on March 9, 2023. 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 22, 2022 at 10:56 a.m.; by posting the agenda with the Mayes County Clerks' offices on March 8, 2023, at 9:56 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 Sublett called the meeting to order at 10:00 a.m. The Secretary called the roll. All members were present. Chair Sublett declared a quorum.

BOARD MEMBERS

Charles Sublett, Chair	Present
Michael Westbrook, Chair-Elect	Present
Dwayne Elam	Present
Mike Lewandowski	Present
Paul Matthews	Present
Chris Meyers	Present
James B. Richie	Present

ADMINISTRATIVE

Daniel S. Sullivan, Chief Executive Officer	Present
Tim Brown, Executive VP - Chief Operating Officer	Present
Lorie Gudde, Chief Financial Officer/Corporate Treasurer	Present
Heath Lofton, Executive VP - General Counsel	Present
Brian Edwards, Executive VP – Law Enforcement/Lake Operations	Present
Nathan Reese, Executive VP – External Relations	Present
John Wiscaver, Executive VP – Corporate & Strategic Communications	Absent
Laura Hunter, Executive VP - Chief Administrative Officer	Present
Darrell Townsend II, VP – Ecosystems & Watershed Management	Present
Robert Ladd, VP – Generation Operations	Present
Steve Jacoby, VP – Generation Engineering	Absent
Tony Dionisio, VP – Chief Information Officer	Present
Jeff Tullis, VP – Transmission, Distribution & Engineering	Present
Chris Carlson, Deputy Chief – Law Enforcement	Absent
Sheila Allen, Corporate Secretary	Present

4. New Business

4.a. Capital Work Order Report

Number	Funding Source	Title	Gross Work Order Amount	Reimbursement	Net GRDA Cost
RF023-01225	CONTINGENCY	Spillway Anchorage - Kerr Dam	24,541,692	-	24,541,692
RF023-01224	REVENUE	GREC Warehouse Optimization - Vidmar Cabinets	355,417	-	355,417
RF020-01045	REVENUE	WOKA Whitewater Park - Revised Estimate	35,036,261	33,018,602	2,017,659
	REVENUE	WOKA Whitewater Park - Original Estimate	33,848,472	32,973,214	875,258
		Additional Funding for RF020-01045	1,187,789	45,388	1,142,401
Grand Total Work Orders			\$26,084,898	\$ 45,388	\$26,039,510

Mr. Sullivan presented and explained the items on the report. There were no questions from the Board on the Capital Work Order Report.

Director Meyers moved the Board approve the Capital Work Order Report as presented, seconded by Director Elam, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

CONSENT AGENDA

4.b. Resolutions of Commendation

- 1) Michelle R. Day
- 2) Wynema D. Potter
- 3) Eric C. Vigland, Jr.

4.c. Renewal and Approval of Easement from U.S. Army Corps of Engineers No. DACW56-2-23-118 for Microwave Repeater Station and Tower in Cherokee County, Oklahoma: Jahnke

4.d. Approval of Second Amended Revocable License to Encroach issued to R&D Decker Properties, LLC for Property Located in Delaware County, Oklahoma: Jahnke

4.e. Assignment and Amendment of Lease from BAK, LLC, d/b/a Elk River Landing to 4H5P Properties, LLC for Property Located in Delaware County, Oklahoma: Jahnke

4.f. Ratification of the Master Engineering Services Agreement No. 44169 – HDR Engineering, Inc.: Lofton

4.g. Consideration, Discussion and Possible Approval of Change Order 1 and Change Order 2 to Contract 44020 – Kerr Dam Spillway Gallery Ventilation Improvements – Williams Construction: Jacoby

4.h. Consideration, Discussion and Possible Approval of Change Order 4 to Contract 41375 – Pensacola Rehab Project – Concrete Repair to Gate 10 - Timco Blasting and Coating: Jacoby

4.i. Consideration, Discussion and Possible Approval of Change Order 8 to Contract 43193 – Microsoft Consulting Services: Hunter

4.j. Fifth Amendment to Power Purchase and Sale Agreement – Exhibit B Update – Oklahoma Ordnance Works Authority: Philpott

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

Description and/or Make of Item
Westinghouse Exciter Components: 1 Lot from SPSP
Misc. Electric Equipment: 1 Lot from SPSP
Non-Operational Hand Tools: 1 Lot from Pensacola
2000 Ingersoll Rand Katolight Diesel Generator, mounted on 225
1983 Freuhaug Carryall Lowboy Trailer – 40 Ton
2010 Generac Model SR4 Standby Generator

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

Standard Purchase Orders & Contracts		
PO Number	Vendor Name and City State	Amount
44157	OKLAHOMA CONSERVATION COMMISSION - OKLAHOMA CITY, OK	0.00
44171	VERIZON - DALLAS, TX	200,000.00
44168	WARREN POWER & MACHINERY LP DBA WARREN CAT - TULSA, OK	50,000.00
44160	HOLLY EQUIPMENT SALES, INC. - TULSA, OK	30,000.00
Grand Total Standard POs & Contracts:		\$280,000.00

Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
43888	SHAFFERS SUBSTATION CONSTRUCTION CO - ELLSINORE, MO	33,600.00
43896	STANDARD TESTING AND ENGINEERING COMPANY - TULSA, OK	23,030.00
43569	SYSTEM ONE HOLDINGS LLC - TULSA, OK	300,000.00
42346	CROSSLAND CONSTRUCTION CO, INC. - COLUMBUS, KS	624,440.00
41281	OKLAHOMA DEPARTMENT OF WILDLIFE CONSERVATION - OKLAHOMA CITY, OK	0.00
Grand Total Change Orders & Renewals:		\$981,070.00

Grand Total **\$1,261,070.00**

Director Westbrook moved to approve the consent agenda as presented, seconded by Director Richie, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

REGULAR AGENDA

1. Discussion and Possible Action Regarding Board of Directors' Meeting Minutes:

a. Regular Board Meeting Minutes of November 9, 2022, not approved at the last meeting of the Authority.

b. Regular Board Meeting Minutes of December 14, 2022.

c. Regular Board Meeting Minutes of January 11, 2023.

d. Regular Board Meeting Minutes of February 8, 2023.

Regarding item a, Director Westbrook moved to approve the Regular Board Meeting Minutes of November 9, 2022, seconded by Director Matthews, and voted upon as follows: Elam, yes, Lewandowski, yes, Matthews, yes, Meyers, yes, Richie, abstain, Sublett, yes, Westbrook, yes. *Motion passed (6-yes, 0-no, 1-abstained).*

Regarding item b, Director Meyers moved to approve the Regular Board Meeting Minutes of December 14, 2022, seconded by Director Elam, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item c, Director Lewandowski moved to approve the Regular Board Meeting Minutes of January 11, 2023, seconded by Director Meyers, and voted upon as follows: Elam, abstain, Lewandowski, yes, Matthews, yes, Meyers, yes, Richie, yes, Sublett, yes, Westbrook, yes. *Motion passed (6-yes, 0-no, 1-abstained).*

Regarding item d, Director Richie moved to approve the Regular Board Meeting Minutes of February 8, 2023, seconded by Director Matthews, and voted upon as follows: Elam, yes, Lewandowski, yes, Matthews, yes, Meyers, yes, Richie, yes, Sublett, yes, Westbrook, abstain. *Motion passed (6-yes, 0-no, 1-abstained).*

3. Unfinished Business

3.a. Progress Reports

3.a.1. Current Operations Reports

Mr. Sullivan explained data shown as to GRDA's Demand and Energy for Load Following, comparing information for 2022 and 2023 for GRDA's Full Requirements Customers for the month of February. He said this month there was a 2 percent increase in demand and a 4 percent increase in energy. Mr. Sullivan showed graphs illustrating a comparison of resource energy production for February 2022 and February 2023. He noted the significantly decreased usage of coal versus that of 2022, and the fact that GREC 3 was not online during this time in 2022. Mr. Sullivan showed a chart illustrating the current Henry Hub natural gas futures and settlements, as well as explaining briefly how this relates to the Power Cost Adjustment (PCA) and other details.

GRDA's Executive Team met with Oklahoma Legislators during a luncheon held at the Oklahoma History Center on February 21, 2023. There were 48 members in attendance. Mr. Sullivan gave an overview of GRDA during the event.

GRDA Customer Relations and Corporate Communications Teams held three more lunch and learning sessions with utility office employees at Tahlequah Public Works Authority, Pryor Municipal Utility Board and the City of Sallisaw. The GRDA group is visiting with frontline public power employees who deal with the public on a regular basis. GRDA's goal is to gather feedback on the questions routinely asked by end-users in the community and then work with the frontline employees to help build communication materials and provide support as needed.

Mr. Sullivan said GRDA and contracted environmental response crews have worked to clean up a diesel spill which occurred at the Dripping Springs Yacht Club in mid-February. While much of the cleanup work has been completed, booms remained in place across the mouth of Grays Hollow Cove. GRDA's daily monitoring of the situation has shown no impact to local water intakes, as much of the spill was contained in the cove. The Authority's most recent aerial survey showed no evidence of sheening on the main lake.

GRDA has asked boat traffic to stay clear of the area and any crews that still may be working in the cove, until the effort is fully completed.

The GREC Generation Team met with Georgia Power at their McDonough Plant site to review lessons learned from a recent real-world demonstration of hydrogen blending in a Mitsubishi combustion turbine. The unit operated successfully over a 10-hour period using 80% to 20% natural gas to hydrogen blended fuel. This field demonstration was monumental in progressing hydrogen technologies and shaping long-term carbon free energy solutions for reliability.

It was announced on February 28 that the 2024 Bassmaster Classic will return to Grand Lake. The Wolf Creek boat ramp area in Grove, Oklahoma, will be the launching point for the tournament. This will be the third time GRDA has hosted the event. The 2016 competition brought 107,000 visitors and a \$30 million economic impact to the region.

Mr. Sullivan said the team currently continues to work on the testing process for the Enterprise Resource Planning (ERP) system. He stated this is coming along and moving into the User Acceptance Testing (UAT) phase now.

Chair Sublett said he was pleased to be a part of the trip to the Washington, DC, for the American Public Power Association (APPA) Legislative Rally with Director Richie, Mr. Sullivan and other GRDA personnel. He commented it was a great opportunity to meet with most of the Oklahoma delegation there and to learn more about what is happening related to GRDA and the energy sector.

4. New Business

4.1. Power Cost Adjustment (PCA) of \$ 0.03742 per kWh for April 2023

Mr. Sullivan presented tables showing the Power Cost Adjustment (PCA) calculation and definitions of the components based on the staff's forecast for April 2023. He explained the details and said all the figures are assumptions based on the information they have from historical data. Mr. Sullivan stated the biggest change in the last year or so has been the cost of natural gas. He continued to go through the table explaining how the calculation is found and compared GRDA's PCA rate to another utility's February fuel charge. Mr. Sullivan provided a chart to the Board on the PCA calculation for the month of April 2023 compared to the next 12 months. He said this chart illustrates how the Authority smooths out the PCA cost to GRDA customers. He showed charts with actual numbers for 2022 and explained what the cost to GRDA customers would have looked like using these actual numbers. He noted that August 2022 was a crucial month for higher gas prices, as GRDA's fuel cost was much higher. There were significant changes happening in the market. He presented a graph showing GRDA PCA Rates. It showed how a factor for the average estimated power cost over the next 12 months, plus a factor for any under or over collection from previous months affects the customer. He also presented a similar graph illustrating how actual monthly power costs are either under or over collected in any given month. This allows for the monthly PCA rate charged to customers to remain more stable and levelized. Mr. Sullivan showed a graph that shows the overall value of GRDA's resource portfolio. Market Cost of GRDA load cost correlates with the gas index. The Market Cost of GRDA load is offset by GRDA's resource revenue, resulting in a cost that will be recovered by the monthly PCA rate. He explained how GRDA's hedging assisted in controlling large swings in costs and noted how much smoother the PCA rate is compared to what actual costs are. Mr. Sullivan also presented a chart illustrating the change in gas prices from month to month from January 2019 forward and explained further details to the Board.

Director Westbrook commented that, this past year particularly, the volatility in the gas market was near record levels. He said no one expected gas prices to be as high as they were in August of 2022. He said the hedging process must go on, in the best interest of everyone, to try to cap the Authority's prices.

Director Elam commented he believes there was a lot of confusion among the customers in how these numbers were calculated. He expressed his appreciation to Mr. Sullivan and the GRDA Team for this explanation, saying the entire team has done a great job putting this together.

Mr. Sullivan said they are endeavoring to come up with better ways to communicate the PCA to customers going forward. He stated there will be a communication today for the April PCA that will include the additional charts and information for everyone. Mr Sullivan offered their team's assistance to anyone that may have a need.

Director Meyers said he believes GRDA is on the right track with this, but that it does pose an issue of having a lot of uncollected cash. He asked if this is manageable from the staff's perspective. Mrs. Gudde confirmed it is.

Chair Sublett thanked Mr. Sullivan and said he believes their obligation as a Board is to ensure it is all handled fairly, honestly and confidently. He is satisfied that this has been the case today. Chair Sublett offered an opportunity for GRDA customer to ask questions or make comments. There were no further questions from the customers or the Board.

Director Elam moved the Board approve the Power Cost Adjustment (PCA) of \$ 0.03742 per kWh for April 2023 as presented, seconded by Director Richie, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

4.m. Consideration, Discussion, and Possible Approval of Contract 44026 – Kerr Dam Spillway Stabilization Project

Mr. Brown told the Board the Kerr Dam Spillway scour conditions identified following the flood of record in December 2015/January 2016 have deteriorated further during additional floods between 2016 and 2020. The watershed and regional area have been in a drought since April 2020 and further foundation deterioration is anticipated in future flood discharge. He stated the source of issue is fracturing of the rock and forces from high velocity flow. Dam safety necessitated a review by an approved expert Board of Consultants (BOC), and GRDA has been advancing comprehensive designs to remediate the issues. The BOC have been key in working with the Federal Energy Regulatory Commission (FERC) in remedying this issue. However, they have encountered several obstacles to completing the process as quickly as desired. The current interim risk reduction measure of maintaining an elevation at 621.5' or below is not sustainable for GRDA operations or the U.S. Army Corps of Engineers (USACE) flood control. GRDA and the USACE want the pool restriction to be replaced by advancing stabilization methods and with anchoring. Mr. Brown showed photographs of similar construction activity for the anchor installation. The GRDA staff recommends installing 53 high strength anchors and a test anchor in the spillway to develop additional vertical retention force to stabilize the spillway. The testing being done will determine whether all 53 anchors will be needed. Mr. Brown showed an anchor design layout section and explained the detail of the image. The concept of anchor installation is straight forward and well established. Challenges to the project lie mostly in potentially needing to manage the project for a flood. Flood events requiring discharge and increased tailwater is anticipated. The bid documents require one outage and five days of standby time, with more events and days of standby due to high water, which could increase costs. Managing the risk of delay and down time will be a team effort between the contractor, the USACE, and GRDA. The Authority staff prequalified potential contractors and solicited proposed construction methods and pricing from the 3 expert firms. The team reviewed proposals for technical presentation, content, price, and flood cost. Mr. Brown presented the 3 bids received for this project as well as the engineer's estimate (\$18,205,432). All responsive proposals received were very qualified expert contractors. The GRDA staff is recommending proceeding with the Brayman Construction Corporation bid at \$18,299,099. There are several areas of risk in the proposals that require final negotiation. A reduced number of production anchors could be possible, and timing and proposed construction methodology will determine whether this results in cost savings, with follow up negotiation needed. Brayman proposes a continuous access platform not requiring reconstruction of the platform sections as it will remain in place throughout the project. Their schedule provides the best risk management for flooding and for negotiated demobilization and standby cost. Brayman was the highest technically ranked and provides the best flood event cost management potential, as well as potential for reduced anchor cost management based in their proposed sequencing and utilization of the access platform. Their contract will utilize Williams Construction to leverage local access.

Chair Sublett asked when they anticipate this be underway. Mr. Brown said this is expected to be underway in April. He also stated they hope to have this wrapped up in October 2023, but delays are very possible.

Director Lewandowski asked if the amount proposed is for the 53 anchors. Mr. Brown confirmed it is. Director Lewandowski asked who would decide that the project does not need all 53. Mr. Brown said that decision would be made across the entire team at GRDA, the contractor and the engineer. Director Lewandowski asked how the anchors were prorated if some are not needed. Mr. Brown stated this would be part of the negotiations and has not been defined yet. He also stated that they do not expect much of a reduction in the amount contracted.

Director Lewandowski left the room at 11:10 a.m., returning at 11:12 a.m.

Director Matthews asked exactly how they will make the determination for the number of anchors needed since this is a substantial engineering calculation and how this will be assessed. Mr. Brown said the contractor has a factor of safety that is calculated for various conditions, including the extreme case where they have headwater at the maximum elevation and tailwater at minimum elevation. He explained what the calculations would look like during the tensioning process and how this could affect the cost.

Discussion ensued regarding what the process will look like, Brayman's experience, and what the timeline would be. The GRDA staff hope to have this project completed by October 2023, but this could change as the project progresses.

Director Meyers said he is aware there is a lot of infrastructure money made available for projects like this. He stated, if there is an opportunity to acquire assistance, he hoped that the USACE would help with the cost of projects like these. Director Meyers asked that the staff investigate this. Mr. Sullivan said they have just brought on a firm that will be helping GRDA with finding grant money to help with the cost of some projects, but that they will continue to look for those opportunities.

Director Meyers moved the Board approve the bid presented by the team of Brayman Construction Corporation and Williams Construction for Contract 44026, Kerr Dam Spillway Anchorage with a unit price contract at a cost not to exceed \$18,299,099, subject to final negotiations of terms for standby time management and toe access by the Chief Executive Officer and General Counsel, seconded by Director Richie, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

4.n. Consideration, Discussion, and Possible Approval of Amendment to Contract 43547 – Kerr Dam Spillway Engineering Support

Mr. Brown said, with the Kerr Dam Spillway anchorage construction planned in 2023, GRDA has limited resources and expertise to perform construction observation, construction engineering services and evaluation of contractor construction submittals. The design engineer of record is Rizzo International, and they have been performing dam safety engineering for over six years for GRDA. The GRDA staff requested a proposal for the professional engineering and geology services described. The staff would support the effort and, as expertise and manpower allow, may supplant, and reduce Rizzo International site staffing and expenses after production progresses. The proposed effort anticipates 6 months of field work for this project. He presented the field inspection, engineering and meeting labor hours and the costs associated with this for a total not to exceed amount of \$496,910. Mr. Brown said he and Mr. Jacoby have been very satisfied and impressed with the contractor's work thus far.

Director Matthews asked if this is for the approximate 6 months. Mr. Brown confirmed this is correct. Director Matthews expressed how he is not a fan of this type of contract for site observation and some construction engineering.

Discussion ensued regarding what Rizzo International would be contributing to the project. Mr. Brown told the Board the contractor has been performing engineering and dam safety inspection work for GRDA for the past 6 years. They have successfully performed several similar dam stabilization anchorage projects and have developed the design plans for the Kerr Spillway Stabilization Project. He also said there are some documents required by FERC that will necessitate having a contractor such as this approve the information related to the project.

Director Matthews asked if this is a reasonable cost for inspections like this. Representatives from Williams Construction commented they are seeing more of this type of requirement on projects such as

this. They also told the Board that Rizzo International were recommended by all 3 of the bidders on Contract 44026 for the Kerr Dam Spillway Stabilization Project.

Mr. Sullivan stated that this process has been extremely cumbersome. He said Mr. Jacoby tried to get the FERC's approval at least 2 years ago to move forward. He was told there was a long process the Authority would need to go through. Mr. Sullivan told the Board that Rizzo International has been with GRDA since the process began, and because of the extensive regulatory scrutiny on this project they would like the same firm to assist in completion.

Director Westbrook asked if these are future expenses. Mr. Sullivan confirmed that is correct. Director Westbrook asked if GRDA has been paying about the same amount to the contractor for their services up to this point. Mr. Sullivan said Rizzo International has been under contract for the last 6 years and confirmed that is the case. Mr. Brown provided a comparison of cost for other contractors for the same type of services related to a transmission project that was similar to the cost Rizzo has proposed.

Director Matthews asked who the design engineer is for the anchors and the project as a whole. Mr. Brown stated Rizzo International is the design engineer.

Director Elam commented that this process has been very lengthy. He also asked the staff to look further into any grants or available monies that could offset the costs for projects like this.

Chair Sublett asked if Mr. Brown anticipated there would be a team in place from Rizzo International present as well as the senior engineer. Mr. Brown confirmed this and said there are personnel from the contractor on site currently.

Director Matthews asked if Rizzo International would be the engineer of record. Mr. Brown confirmed this is correct. He stated the contractor has successfully performed several similar dam stabilization anchorage projects and has developed the design plans for the Kerr Dam Spillway Anchorage.

Director Richie moved to approve the time and expense proposal from Rizzo International for construction engineering, site observation and expenses in support of the construction of the Kerr Dam Spillway Anchorage for Contract 43547, with a not to exceed value of \$496,910, seconded by Director Westbrook, and voted upon as follows: Elam, yes, Lewandowski, yes, Matthews, abstain, Meyers, yes, Richie, yes, Sublett, yes, Westbrook, yes. *Motion passed (6-yes, 0-no, 1-abstained).*

4.o. Consideration, Discussion, and Possible Adoption of Amendments to Administrative Rules OAC Title 300, Chapter 1: Operations and Procedures

Mrs. Jahnke went over the codified rule process and stated that the Board voted to open the rule making session in December 2022. The Authority filed its Notice of Rulemaking Intent. She presented the proposed changes and said the staff recommends the approval of changes as proposed. She said the changes will need to be adopted today, or they will not be able to be made until next year unless there is an emergency.

Director Matthews left the room at 11:28 a.m., returning at 11:30 a.m.

Director Westbrook moved to adopt the changes as proposed to Chapter 1 of Title 300 of the Oklahoma Administrative Code related to GRDA's Operations and Procedures, seconded by Director Lewandowski, and voted upon as follows: Elam, Lewandowski, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

4.p. Consideration, Discussion, and Possible Adoption of Amendments to Administrative Rules OAC Title 300, Chapter 20: Acquisition Policy

Mrs. Jahnke the Board voted to open the rule making session in December 2022. She presented the proposed changes and said the staff recommends the approval of changes as proposed.

Director Elam moved to adopt the changes as proposed to Chapter 20 of Title 300 of the Oklahoma Administrative Code related to GRDA's Acquisition Policy, seconded by Director Richie, and voted upon as

follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

4.q. 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)).

There was no other new business.

5. Reports

5.a. Board of Directors Committee Reports

1. Assets Committee:

- a) **Consideration, Discussion and Possible Adoption of Administrative Rules OAC Title 300, Chapter 40: Scenic Rivers Rules.**
- b) **Consideration, Discussion and Possible Adoption of Amendments to Administrative Rules OAC Title 300, Chapter 35: Lake Rules.**
- c) **Consideration, Discussion and Possible Approval of Request by St. Andrew's Harbor Community Association for a Raw Water Contract Located in Delaware County, Oklahoma.**

Director Westbrook said the committee met this morning. He stated all items were approved unanimously by the committee members and briefly explained what each of the items entailed. He said there were some revisions made as part of the previous committee review. There were no questions from the Board of Directors.

Regarding item a, Director Westbrook moved to adopt the changes as proposed to Chapter 40 of Title 300 of the Oklahoma Administrative Code Related to GRDA's Scenic Rivers Rules, as approved by the Assets Committee, and the item was voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item b, Director Westbrook moved to adopt the changes as proposed to Chapter 35 of Title 300 of the Oklahoma Administrative Code Related to GRDA's Lake Rules, as approved by the Assets Committee, and the item was voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item c, Director Westbrook moved to approve a ten-year raw water contract to St. Andrew's Harbor Community Association to withdraw a maximum of 20 million gallons per year, as approved by the Assets Committee, and the item was voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

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

- 3. Compensation & Marketing Committee:** Director Richie had no report.

- 4. Fuel and Long-Range Planning Committee:** Director Meyers said the committee would meet directly after the Board meeting today, but there is no report for this meeting.

6. Proposed Executive Sessions:

- 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 25 O.S. § 307(C)(11) for the Purpose of Conferring on Matters Pertaining to Economic Development, the Public Disclosure of Which Would Interfere with the Development of Services and Would Violate the Confidentiality of the Business.
- c. Proposed Executive Session Pursuant to 25 O.S. § 307(B)(4) for the Purpose of Confidential Communications Between GRDA and its Attorneys Concerning J. Cody Bartmess d/b/a All American Floats v. Grand River Dam Authority, District Court of Cherokee County, Oklahoma, Case No. CV-2021-291, Which GRDA has Determined with the Advice of its Attorneys that Disclosure of Such Communications Will Seriously Impair the Ability of the GRDA to Conduct the Litigation in the Public Interest.
- d. Proposed Executive Session Pursuant to 25 O.S. § 307(B)(4) for the Purpose of Confidential Communications Between GRDA and its Attorneys Concerning Oklahoma Mining Management, LLC and/or its Principals and Members, which GRDA has Determined with the Advice of its Attorneys that Disclosure of Such Communications Will Seriously Impair the Ability of the GRDA to Conduct the Litigation in the Public Interest.

Director Elam moved to go into executive session at 11:35 a.m., seconded by Director Richie, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Director Richie moved to return to regular session at 12:41 p.m., seconded by Director Elam, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-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, Matters Pertaining to Economic Development.
- c. Action, as Necessary, Regarding Confidential Communications Between GRDA and Its Attorneys Concerning J. Cody Bartmess d/b/a All American Floats v. Grand River Dam Authority, District Court of Cherokee County, Oklahoma, Case No. CV-2021-291.

d. Action, as Necessary, on Confidential Communications Between GRDA and Its Attorneys Concerning Oklahoma Mining Management, LLC and/or Its Principals and Members.

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

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

Regarding item c, Director Matthews moved to approve the settlement agreement as presented in Executive Session, seconded by Director Westbrook, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item d, Director Richie moved to proceed as discussed in Executive Session, seconded by Director Elam, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Director Richie moved for adjournment at 12:44 p.m., seconded by Director Matthews, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*



Sheila A. Allen, Secretary

DATE APPROVED:

April 12, 2023
GRDA Board of Directors