

**Minutes of Regular Meeting  
Grand River Dam Authority  
Board of Directors  
October 12, 2022**

A regular meeting of the Board of Directors of the Grand River Dam Authority was held at the Grand River Dam Authority's Training, Safety & Environmental Center in Chouteau, Oklahoma on October 12, 2022. 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 30, 2021 at 9:12 a.m.; by posting the agenda with the Mayes County Clerks' offices on October 11, 2022, at 9:42 a.m.; by posting said agenda at [www.grda.com](http://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.

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

BOARD MEMBERS

Charles Sublett, Chair	Present
Michael Westbrook, Chair-Elect	Present
Dwayne Elam	Absent
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	Absent
Brian Edwards, Executive VP – Law Enforcement/Lake Operations	Absent
Nathan Reese, Executive VP – External Relations	Present
John Wiscaver, Executive VP – Corporate & Strategic Communications	Present
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

Others present were as follows: Mike Starks, Willie Green, and Terry Brannan, City of Cushing; Michael Doublehead, Kim Dorr, TPWA; Mack Savala, Senator Jim Lankford's Office; Lindsey Pever, A New Energy; Loren Smith, Stillwater Utility Authority; Crystal Campbell, Congressman Markwayne Mullin's Office; Clifton Adcock, The Frontier; Heather Presley, Citizen Potawatomi Nation; Patrick Magnon, Tamara Jahnke, Ash Mayfield, Melanie Earl, Justin Alberty, Eric Alexander, Michelle Day, Tonya Backward, Cameron Philpott, Jerry Cook, Christine Burmaster, Leah Messner, Matt Martin, Stephen Baldrige, Jeff Brown, Gary Pruett, Shannon Randolph, Brylee Harbuck, Leah Maloy, Sheldon Miggetto, Ed Ferguson, Belinda Harvey, Mikenzie Taber, Charles Barney (retiree), Jo Marcy, Kevin Marcy, Brad Marcy, and Lyn (Marcy) McKee, GRDA.

**4. New Business**  
**4.a. Capital Work Order Report**

Number	Funding Source	Title	Net GRDA Cost	
RF022-01194	RESERVE	Unit 3 Aux Boiler Weather Enclosure	\$	216,956
<b>Grand Total Work Orders</b>			<b>\$</b>	<b>216,956</b>

Mrs. Gudde said there is a title error on the agenda. The title should have read to include the entire plant, not just the auxiliary boiler for the gas valves.

Director Matthews asked what this building consists of. Mr. Ladd told the Board that the lessons learned from Winter Storm Uri and other cold weather events produced some findings that the gas valves will freeze if the flow of fuel is not high enough. This enclosure is designed to protect it from the environment and prevent this. The freezing can result in unit trips. Mr. Ladd explained what the heat and air system consists of and the requirements around that.

There were no other questions from the Board on the Capital Work Order Report.

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

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**CONSENT AGENDA**

**2. August Claims, \$68,994,385.25; and September Claims, \$65,433,566.44.**

**4.b. Resolutions of Commendation:**

- 1) Mack R. Cockrum
- 2) James R. Perry

**4.c. Power Cost Adjustment (PCA) of \$ 0 .03712 per kWh for November 2022**

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

Description and/or Make of Item	
Dell Monitor - Lot of 95	Power Supplies - Lot of 54
Dell Latitude - Lot of 78	Cisco Phones - Lot of 3

Dell Optiplex - Lot of 30	Mice - Lot of 46
Dell Precision - Lot of 8	Desk Phone - Lot of 8
Ametek Comm Int. Unit	Keyboards - Lot of 52
Compaq	Speakers - Lot of 9
Dell Printer - Lot of 3	Planar Monitors - Lot of 2
IBM CRT Monitor	NEC Monitor - Lot of 2
Brother Fax	Acer Monitor
Desk Mounts - Lot of 5	Miller Spectrum 3080 Plasma Cutter
Web Cam	Ricoh Aticio Plotter
Docks - Lot of 106	Bell / 206L-1 Longranger / 1982

**4.e. Approval of Amendment and Assignment of Revocable License to Encroach from Garland D. Ritter and Carolyn K. Ritter to Michael Claypoole and Tina Claypoole for Property Located in Delaware County, Oklahoma**

**4.f. Approval of Assignment of Revocable License to Encroach from Christopher Patrick Kelley and Katherine Elizabeth Kelley to Timothy Floyd Arter for Property Located in Delaware County, Oklahoma**

**4.g. Consideration, Discussion, and Possible Approval of Contract for Sale of KAMO Metering Equipment & Associated Assets to GRDA**

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

<b>Standard Purchase Orders &amp; Contracts</b>		
<b>PO Number</b>	<b>Vendor Name and City State</b>	<b>Amount</b>
43973	OKLAHOMA STATE UNIVERSITY - STILLWATER, OK	105,812.00
43978	ACME ENVIRONMENTAL, INC. - TULSA, OK	250,000.00
43999	SOONER EMERGENCY SERVICES, INC. - MUSKOGEE, OK	250,000.00
43997	ENVIRONMENTAL WORKS, INC. - TULSA, OK	250,000.00
43998	WILLIAM A HARRISON DBA HARRISON ENERGY PARTNERS - LITTLE ROCK, AR	307,505.00
44000	VALMONT SUBSTATIONS LLC - KANSAS CITY, MO	292,089.88
44013	BLACK & VEATCH CORPORATION - OVERLAND PARK, KS	125,400.00
44014	BLACK & VEATCH CORPORATION - OVERLAND PARK, KS	48,000.00
43981	KIMERY PAINTING, INC. - GLENPOOL, OK	460,421.00
<b>Grand Total Standard POs &amp; Contracts:</b>		<b>\$2,089,227.88</b>

<b>Change Orders &amp; Renewals</b>		
<b>PO Number</b>	<b>Vendor Name and City State</b>	<b>Amount</b>
43418	PINNACLE BUSINESS SYSTEMS - TULSA, OK	197,470.03
42783	CONSOLIDATED COMMUNICATIONS - WESTFIELD, NY	35,000.00
41430	ALLEGIS GROUP, INC. DBA AEROTEK, INC. - TULSA, OK	550,000.00
43812	BRAINERD CHEMICAL COMPANY, INC. - TULSA, OK	0.00
<b>Grand Total Change Orders &amp; Renewals:</b>		<b>\$782,470.03</b>
<b>Grand Total</b>		<b>\$2,871,697.91</b>

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

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## **REGULAR AGENDA**

### **1. Regular Board Meeting Minutes of September 7, 2022.**

Director Matthews moved to approve the Regular Board Meeting Minutes of September 7, 2022, seconded by Director Richie, and voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

### **3. Unfinished Business**

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

##### **3.a.1. Current Operations Reports**

Mr. Sullivan expressed his appreciation for Mr. Mack Cockrum's and Mr. James Perry's loyal service to the Authority, as did the Board. He also presented a 15-year pin to Chief Financial Officer and Corporate Treasurer Lorie Gudde.

Mr. Sullivan explained data shown as to GRDA's Demand and Energy for Load Following, comparing information for 2021 and 2022 for GRDA's Full Requirements Customers for the month of September. He said this month there was a 2 percent increase in demand and a -2 percent increase in energy. The month remained primarily flat year over year. Mr. Sullivan showed graphs illustrating a comparison of resource energy production for September 2021 and September 2022. He noted the change was also similar to what the Authority saw a year ago as there has been very little water over the last month, even compared to last year. Mr. Sullivan stated natural gas prices have continued to come down a bit and are not as high as previous forecasts indicated. He said they hope this will have a positive impact on costs for GRDA and customers. Mr. Sullivan showed a chart illustrating the current Henry Hub natural gas futures and settlements, as well as explaining details of the GRDA Load Cost & Value of Resource Portfolio chart. He said as the Authority continued to see rising prices, but the value of the additional resources at GRDA are continuing to show a benefit to their customers. Mr. Sullivan presented the operating results, debt service coverage and cash reserve numbers for year to date. He told the Board they continue to see strong

results relative to expenses and staying within budget, even with many different increased expenses and challenges.

Chair Sublett asked Mr. Sullivan to further explain the cash reserves graph and days cash on hand. Mr. Sullivan explained he and staff would like to see it stay above 180 days of cash on hand, consistent with the Authority's credit rating. This is something they continue to monitor. Mrs. Gudde said it is not a concern just yet due to many factors, and the Authority has a \$100 million line of credit that can be accessed very quickly, should it be needed. She commented some companies include their line of credit in their days cash on hand calculation, but GRDA has chosen not to based on probability of the need to draw against it being very low. Mrs. Gudde assured the Board they expected to see cash rebound and be back at a level they would like to see soon.

Director Westbrook asked if the lag between the cost of the fuel versus the actual collection is causing the presented results. Mr. Sullivan stated that is correct. Director Westbrook asked why the additional costs would impact cash reserves. Mrs. Gudde explained the calculation.

Director Matthews asked if this is mostly just a reflection of pricing. Mrs. Gudde said that is correct.

Director Lewandowski asked if GRDA has ever dipped below the 180 days cash on hand. Mrs. Gudde said that has not happened during her tenure. However, she said there have been significant bonds issued during that time as well, which can factor in. She also said the Authority's statutory ability to have a line of credit is relatively new, allowed within the last 5 years.

Mr. Sullivan showed photographs from the Large Public Power Council Public Community Seminar in New York last month and explained he was on a panel ===he also showed a photo of all the CEOs that attended. He said it was a great opportunity to meet with the rating agencies and investors.

Mr. Sullivan showed photographs from the Oklahoma Municipal League (OML) conference September 13-15, 2022. During the conference, City Manager of Collinsville Pam Polk was selected as the Women in Municipal Government (WiMG) 2022 Woman of the Year. The Oklahoma WiMG group established the Woman of the Year award to recognize outstanding women who have made significant contributions to their community through their role in municipal government.

As Hurricane Ian slowly approached the state of Florida in late September, powerline maintenance crews from GRDA and the City of Skiatook headed that way. After the hurricane made landfall on September 28, these crews, representing Oklahoma's public power team, were on hand to move in immediately and assist with power restoration efforts. The group of volunteers included 17 GRDA

employees and 4 from Skiatook Electric. Among the contingent are electric linemen, vegetation management personnel, mechanics and law enforcement. They staged outside of the area until the storm passed and then moved in to assist the City of Tallahassee's public power utility with restoration efforts. Later, the crew was reassigned to assist in the Lakeland, Florida area.

Mr. Sullivan provided a phishing security update for the Board related to testing GRDA's Chief Information Officer, Tony Dionisio, has been working on. He explained the charts presented, saying the Authority has had very good success. He said the industry average for "phish-prone" activity is 5 percent, and the last GRDA campaign showed that they are at 3.8 percent. This means that our folks are paying more attention to the threats that are out there. We appreciate all the work done on this and a great continued effort to raise awareness.

Each year, during the first full week in October, GRDA joins with the nation's 2,000 other publicly owned electric utilities to celebrate National Public Power Week. It is a time to highlight the many benefits of public power, while also celebrating its productive history and exciting future across the country. Today, public power is found in 49 states and serves 49 million Americans, including the citizens of GRDA's public power partner communities. Mr. Sullivan showed a photograph and said the City of Sallisaw celebrated Public Power Week with Mayor Ernie Martins issuing a proclamation and Electrical Superintendent Blakely Smith leading Public Power 101 to students.

Last week GRDA Scenic River Operations' Jared Skaggs met with Illinois River commercial float operators in Tahlequah. The meeting was an opportunity to provide details on recent changes to the rules guiding the river and allowed GRDA staff to receive feedback from the operators. Mr. Sullivan said we continue to try to make this a better experience for everyone, including the float operators, and will be seeking some changes during the next legislative session that will help manage this.

Mr. Sullivan showed photographs of some areas of the new GRDA Administrative Center, saying the next Board of Directors' Meeting will be held there on November 9. He stated employees will begin moving in next week. He said immediately following the November Board meeting there will be an open house event, with another following that same day for employees and their families from 4-7pm.

Mr. Sullivan introduced and showed the 2022 MESO Lineworkers' Rodeo video for the Board.

He commented that usually GRDA crews work from bucket trucks, but that there are times when pole climbing skills become necessary, particularly in mutual aid events and other special instances.

Chair Sublett asked if there is a federal fund to help with GRDA's costs to support mutual aid events. Mr. Sullivan confirmed there is and explained how that works.

### **3.b. Recognition of GRDA Retiree Jack Marcy**

Mr. Sullivan explained to the Board why and how he and the staff would like to honor Mr. Jack Marcy.

Mr. Ladd and Retiree Charles Barney shared their experiences and talked about Mr. Jack Marcy and his legacy at GRDA. Mr. Barney and Mr. Ladd introduced Mr. Marcy's family and presented a special plaque which will hang in the GREC Unit 2 Control Room, renaming the room in Marcy's honor. Due in large part to Marcy's efforts, both GREC Units 1 and 2 were completed on time and under budget. He retired in April 1999 and passed away in February of this year. However, his legacy of service to GRDA continues on. Mr. Marcy's family, his wife Jo, sons Brad and Kevin, and his daughter Lyn, attended the meeting.

### **3.c. Consideration, Discussion and Possible Approval of Schedule PCA – Power Cost Adjustment**

#### **Revisions**

Mrs. Gudde stated she, Mr. Sullivan, Mr. Reese, Director Elam and Mr. Jared Crisp met to further discuss this matter to put any concerns to rest and answer any questions they might have. She said they have Director Elam's support on this item and provided background on how this revision request came about. On August 23, 2022, GRDA received a request from a customer to receive a credit of carrying costs incurred if the customer paid their balance of PCAx-120 amount owed by October 1, 2022. While considering the request, GRDA staff communicated with other customers and learned an early payoff with the incentive of credited carrying costs was attractive to some, provided enough time was allowed. The deadline for full repayment of PCAx-12 is October 14, 2022. If paid by this date, customers would not be assessed carrying costs. Customers that chose PCAx-120 were assessed carrying costs of 3 percent annually, beginning April 1, 2022. Mrs. Gudde explained how this percentage was calculated and key points involved. The proposed amendment are that only carrying costs incurred from April 1 to October 14, 2022, would be refunded. All carrying costs after October 14 will be assessed and owed to GRDA through the date of the payment to GRDA. This keeps all customers (PCAO and PCAx-12) in financial equity.

Contractual obligation must be made by December 31, 2022. This is to provide for revenue recognition of already recorded carrying costs for those customers that do not choose to pay off their amount early. Revenue from the carrying costs for customers that sign the contractual agreement will be reversed, and a payable to the customer recorded. Cash must be received by June 30, 2023. This aligns with the majority of our customers' fiscal year end provides for 8 months to seek financing, approval, etc. It also provided a financial incentive to GRDA and their customers. She explained how this calculation works. GRDA's current estimated cost of debt is 4.5 percent annually. By replenishing cash reserves, GRDA will be able to finance more capital projects without debt. Although, it is not anticipated the amount will be significant. Mrs. Gudde showed the Board how the proposed amendment would change the Schedule PCA language.

Chair Sublett asked for confirmation that this change was approved by Director Elam as a representative of GRDA's municipal customers. Mrs. Gudde and Mr. Sullivan confirmed this.

Director Meyers commented that if the customers are happy with this change, he is fine with this. Mr. Sullivan said this allows some flexibility for customers in being able to pay for this, and he and staff want to do everything they can to reduce or hold the cost down for their customers. Mr. Mike Doublehead with the Tahlequah Public Works Authority commented that this situation is different for many municipalities, but sincerely applauds the efforts of the GRDA staff and Board in looking for different options to help. Mr. Doublehead and Mr. Mike Starks with the City of Cushing explained why they chose different options for their city.

. Gudde commented that there is nothing about this that changes the customers' ability to pay off at any time they want.

Director Lewandowski commended the GRDA staff for working with the customers so closely to mitigate this. He said it is nice to hear that a solution was reached and thanked everyone for their work.

Director Meyers moved to approve the amendments to Schedule PCA as presented, seconded by seconded by Director Richie, and the item was voted on as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

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

##### **4.h. Consideration, Discussion, and Possible Approval of Resolution Relating to the Use of Revenue from the Sale of Surplus NOx Allowances to the PCA**



Mrs. Gudde presented a resolution relating to the use of revenue from the sale of NOx allowances to the PCA. She said she and the staff have taken a creative and deep look at what they can do to somewhat stifle the Power Cost Adjustment (PCA). Mrs. Gudde stated at the June meeting Mr. Ladd presented information about GRDA's NOx allowances and the Board voted to declare part of these allowances as surplus. This allowed the Authority to sell these to capture part of their current value that will be evaporating in the next few years. We have managed to complete one contract for the sale of roughly \$1.2 million for these and have another contract pending for further sale. GRDA management is proposing, via this Board Resolution, funds from these sales be applied to the PCA to help reduce this for their customers. GRDA had no plans for this extra revenue and believe this to be a benefit for everyone.

Chair Sublett asked if there is any precedent in how this is handled. Mrs. Gudde said there is not, and this is the first time GRDA has done this. Chair Sublett asked if there is an accounting standard that would apply or be relevant. Mrs. Gudde said there is not and explained why this is the case.

Director Lewandowski asked about future sales. Mrs. Gudde said they are still developing the 2023 budget and she was hesitant to look at this beyond their current fiscal year. They are, however, developing their most probable results for 2022 and it looks like debt service coverage will be healthy enough to bear this. She stated she and the GRDA staff believe this is the best use for the customers.

Chair Sublett asked Mr. Sullivan to comment on this. Mr. Sullivan said he believes this is a great way to help diminish the impact to customers and that every amount will help. He and Mrs. Gudde said they believe this will be the most impactful to all customers.

Director Matthews moved approve the Resolution Relating to the Use of Revenue from the Sale of Surplus NOx Allowances to the PCA as presented, seconded by seconded by Director Westbrook, and the item was voted on as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

#### **4.i. Consideration, Discussion and Possible Approval of Change Order No. 1 – Contract 43554 EWA-006 Replacement Parts**

Mr. Ladd showed the Board a diagram of the part of GREC Unit 3 to be discussed. He explained the boiler and combustion systems hazards code that impacts the GREC Unit 3 fuel gas shutoff arrangement and the need for additional work and parts, as well as how this impacts the unit. Mr. Ladd showed a chart

illustrating the cost of replacement parts for the GREC Unit 3 fire event under Contract 43554 and told the Board the additional funds being requested are in the amount of \$305,399.45. He said all covered expenses by insurance have been submitted for reimbursement, and all carriers have agreed to a \$1 million deductible, other than Starr-Ace. This was attributed to the hard work by Mr. Lofton and Mr. Thom Jenkins, GRDA's insurance consultant. Proof of loss has also been submitted for approval by all insurance carriers. Mr. Ladd estimated the total reimbursement amount to be \$6,938,949.02, with the total estimated loss being under budget at \$8,195,731.19.

Director Westbrook asked if the cost of the parts needed is included in the total estimated loss amount. Mr. Ladd confirmed it is.

Director Matthews asked for clarification on what valves were impacted by the fire event and what monitoring equipment is installed on the unit. Mr. Ladd showed where the valves were located and explained in detail exactly what parts were affected and provided Director Matthews additional background on the repairs.

Chair Sublett asked if this change order would conclude the damage issues from the fire event. Mr. Ladd said there is nothing else to their knowledge. He commented they did elect to keep the claim open just in case something does come up. Mr. Ladd stated the insurance carriers are fine with this since the work will not be completed until next fall and costs could be somewhat different then than now.

Chair Meyers moved that Change Order No. 1 for Contract 43554 – Sourced Replacement Parts be approved in an amount \$305,399.45, increasing the total contract value from \$1,000,000 to \$1,305,399.45, seconded by Director Richie, and voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

#### **4.j. GRDA Leadership Development Update**

Mrs. Hunter went over objectives of the program in enhancing talent capabilities, developing internal talent to meet GRDA's future needs, and improving employee engagement and retention. She said this is intended to create a framework and identify resources for developing talent, defining learning paths with competency requirements, identifying and developing training, as well as assessing talent and aligning that training with GRDA's needs. Mrs. Hunter presented a leadership competency model and planned curricula and explained how this will work. She provided an overview of the first-line leadership essentials, saying

this is where they will begin and it will increase capability to deliver results by equipping managers with the core leadership skills needed to deliver those results through the people who report to them. There will be interactive sessions to explore mindsets and learn processes and skills to help them shift from individual contributors to managers, delegating, setting clear goals, providing feedback and coach, as well as engaging their team members. She said the kick-off will be a half day that will include a senior leadership introduction, program overview and a leadership self-assessment. After this event, there will be 2 1-day sessions from February through April 2023. Mrs. Hunter went over the schedule and further details about the training for the Board.

Director Westbrook asked if this would be for existing employees at GRDA. Mrs. Hunter confirmed this. He asked if the Authority has a mechanism in place to utilize something like this acquisition and retention. Does this also include various aspects of the business? This will afford attendees a cursory understanding of the organization overall. Mrs. Hunter said as they were focused on getting back to basics to get this program rolled out, it is focused on GRDA's current leadership right now. Future and potential leaders would be a separate track they would focus on at another time. There have been discussions about rotational opportunities to promote business acumen within GRDA.

Chair Sublett if GRDA staff is asking for any action from the Board today. Mrs. Hunter said this is only an update.

Mr. Sullivan stated this has been an ongoing issue and they want to give employees the tools to be successful in their roles.

**4.k. 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.

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**5. Reports**

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

**1. Assets Committee:**

- a) **Consideration, Discussion and Possible Approval of a Request by 151-Bixby, LLC for a Release of an Easement for GRDA Line K705 Located in Tulsa County, Oklahoma.**

- b) **Consideration, Discussion and Possible Approval of a Request by Ryan P. Conley and Mary Anne Conley, Trustees of The MAC 2018 Trust Dated April 25, 2018, for a Revocable License to Encroach for Property Located in Delaware County, Oklahoma.**
- c) **Consideration, Discussion and Possible Approval of an Assignment of a Revocable License to Encroach from Ryan P. Conley and Mary Anne Conley, Trustees of The MAC 2018 Trust Dated April 25, 2018, to Tyler Morse and Julie Van Kirk for Property Located in Delaware County, Oklahoma.**

Director Westbrook said the committee met this morning. He explained each of the items discussed in the meeting. Director Westbrook stated all items were approved unanimously by the committee members. There were no questions from the Board.

**Regarding items a,** Director Westbrook moved to approve the Agreement between GRDA and 151 Bixby LLC for the consideration set forth in the agreement, as approved by the Assets Committee, the items were voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

**Regarding items b,** Director Westbrook moved to approve a License to Encroach to Ryan P. Conley and Mary Anne Conley, Trustees of The MAC 2018 Trust dated April 25, 2018, in Delaware County, Oklahoma for the amount of \$244.00 per year, as approved by the Assets Committee, and the items were voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

**Regarding items c,** Director Westbrook moved to approve the Assignment of a License to Encroach from Ryan P. Conley and Mary Anne Conley, Trustees of The MAC 2018 Trust dated April 25, 2018, to Tyler Morse and Julie Van Kirk, as approved by the Assets Committee, and the items were voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, 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 Richie had no report.
  - 4. **Fuel and Long-Range Planning Committee:** Director Meyers had no report.
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## 6. Executive Session:

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

Director Meyers moved to go into executive session at 11:35 a.m., seconded by Director Richie, and voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

Director Matthews moved to return to regular session at 12:22 p.m., seconded by Director Westbrook, and voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

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## 7. Action on Executive Session Items

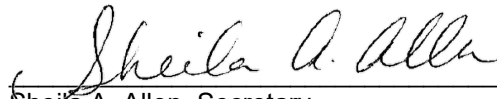
- a. **Action, as Necessary, Concerning the Pending Investigation, Claim, or Action Related to Federal Energy Regulatory Commission Project No. 1494-348.**
- b. **Action, as Necessary, Concerning the Pending Investigation, Claim, or Action Involving Gary Oaks.**

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

**Regarding item b**, Chair Sublett moved to authorize GRDA attorneys to file suit against Gary Oaks, as discussed in executive session, seconded by Director Richie, and voted upon as follows: Lewandowski, no, Matthews, yes, Meyers, yes, Richie, yes, Sublett, yes, Westbrook, yes. *Motion passed (5-yes, 1-no, 0-abstained).*

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Director Meyers moved for adjournment at 12:24 p.m., seconded by Director Richie, and voted upon as follows: Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (6-yes, 0-no, 0-abstained).*

  
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Sheila A. Allen, Secretary

DATE APPROVED:

December 14, 2022

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GRDA Board of Directors