

**Minutes of Regular Meeting
Grand River Dam Authority
Board of Directors
April 12, 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 April 12, 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 April 11, 2023, at 9:45 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 10:01 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	Absent
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	Present
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	Net GRDA Cost
RF023-01222	REVENUE	Cleveland 345 Feeder 113 Line Panel Replacement	719,966
RF023-01221	REVENUE	Feeder 108 & 6 OPGW & ADSS Installation Project	1,122,768
RF023-01218	REVENUE	Stroud GOAB Replacement Project	443,292
RF023-01216	REVENUE	Feeder 9G Pole Replacement Project	2,611,963
RF021-01085	REVENUE	GREC 1&2 Auto 1 Terminal Upgrades - <i>Revised Estimate</i>	1,218,995
	REVENUE	GREC 1&2 Auto 1 Terminal Upgrades - <i>Original Estimate</i>	827,085
		Additional Funding for RF021-01085	391,910
Grand Total Work Orders			\$5,289,899

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

Director Elam moved to approve the Capital Work Order Report 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).*

CONSENT AGENDA

2. GRDA Claims Reports:

a. January 2023 Payments to Vendors, \$51,593,702.59.

001	Payroll and Related Expenses	5,649,991.95
002	Trustee Expenses and Debt	6,929,087.92
003	Legal	7,547.54
004	Land and Land Rights	4,120.05
005	Transfer of Funds	0.00
006	Vehicles and Mobile Equipment	88,240.39
007	Employee Expense Reimbursement	0.00
008	Insurance	41,346.54
009	Lake Patrol	2,841.64
010	Petty Cash	0.00
011	Other	0.00
012	Computer Equipment and Software	450,073.76
013	Consultant Fees	259,026.55
014	Employee Overtime Meals	0.00
015	Fuel, Freight and Railroad Expenses	23,750,461.15
016	Purchased Power	6,320,900.15
017	Inventory Replenishment	620,977.81
018	Operating Supplies and Expense	2,330,254.51
019	Utilities	78,772.55
021	Purchasing Card Payments	280,058.86
023	Redbud	1,979,127.31
	Subtotal	48,792,828.68
020	Work Orders and Related Costs	2,800,873.91
025	GREC Fire Expenses *	0.00
	GRAND TOTAL	51,593,702.59

b. February 2023 Payments to Vendors, \$50,991,051.16.

001	Payroll and Related Expenses	6,564,947.23
002	Trustee Expenses and Debt	6,941,783.06
003	Legal	13,701.74
004	Land and Land Rights	0.00
005	Transfer of Funds	0.00
006	Vehicles and Mobile Equipment	110,282.45
007	Employee Expense Reimbursement	0.00
008	Insurance	236,237.09
009	Lake Patrol	31,325.32
010	Petty Cash	0.00
011	Other	0.00
012	Computer Equipment and Software	328,380.99
013	Consultant Fees	217,893.13
014	Employee Overtime Meals	0.00
015	Fuel, Freight and Railroad Expenses	22,738,152.00
016	Purchased Power	4,382,953.22
017	Inventory Replenishment	805,111.19
018	Operating Supplies and Expense	3,844,219.90
019	Utilities	52,902.24
021	Purchasing Card Payments	658,506.65
023	Redbud	1,119,949.99
	Subtotal	48,046,346.20
020	Work Orders and Related Costs	2,944,704.96
025	GREC Fire Expenses *	0.00
	GRAND TOTAL	50,991,051.16

c. March 2023 Payments to Vendors, \$48,122,881.26.

001	Payroll and Related Expenses	6,170,842.00
002	Trustee Expenses and Debt	6,941,783.06
003	Legal	32,843.51
004	Land and Land Rights	0.00
005	Transfer of Funds	0.00
006	Vehicles and Mobile Equipment	62,834.45
007	Employee Expense Reimbursement	0.00
008	Insurance	9,687.91
009	Lake Patrol	1,838.76
010	Petty Cash	0.00
011	Other	0.00
012	Computer Equipment and Software	1,320,923.23
013	Consultant Fees	11,400.80
014	Employee Overtime Meals	0.00
015	Fuel, Freight and Railroad Expenses	17,128,758.96
016	Purchased Power	6,447,555.85
017	Inventory Replenishment	1,103,125.91
018	Operating Supplies and Expense	2,920,612.02
019	Utilities	145,957.69
021	Purchasing Card Payments	0.00
023	Redbud	877,115.02
	Subtotal	43,175,279.17
020	Work Orders and Related Costs	4,947,602.09
025	GREC Fire Expenses *	0.00
	GRAND TOTAL	48,122,881.26

4.b. Resolutions of Commendation

- 1) Craig L. Landrum

- 4.c. **Consideration, Discussion, and Possible Approval of Change Order No. 1 to Contract No. 43978 with Acme Environmental, Inc. to Add Additional \$250,000 of Funding for Emergency Response Services**
- 4.d. **Consideration, Discussion, and Possible Approval of Payment of Invoice from Oklahoma Management of Enterprise Services for a Two-month Extension of the Directors and Officers and Employment Practices Insurance Coverage through AEGIS and Allied World in the Amount of \$37,043.88**
- 4.e. **Declare Surplus and Not Necessary to the Business of the District**

Description and/or Make of Item
Alcatel Microwave Radio - Lot of 4
Miller XMT 304 CC/CV DC Inverter Arc Welder
Miller Arc Welder - Lot of 2
Ingersoll Rand Air Compressor
Courtesy dock that consists of a 4'x60' gangway and a 6'x30' landing with 7 encapsulated floats.
Ford, F-250, 2012
Polaris, RZR XP 1000, 2016
Ford, F-150, 2009

5.b. Consideration, Discussion, and Possible Approval of Purchase Order Report (*Denotes Addenda Items):

Standard Purchase Orders & Contracts		
PO Number	Vendor Name and City State	Amount
128945	JOHN DEERE COMPANY - CARY, NC	634,398.68
44221	BRAINERD CHEMICAL COMPANY, INC. - TULSA, OK ALLGEIER MARTIN AND ASSOCIATES, INC. - JOPLIN, MO	739,241.92
42981		1,704,000.00
Grand Total Standard POs & Contracts:		\$3,077,640.60
Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
41430	ALLEGIS GROUP, INC. DBA AEROTEK, INC. - TULSA, OK	600,000.00
44020	WILLIAMS CONSTRUCTION CO - PRYOR, OK	12,058.00
42360	ELECTRICAL CONSULTANTS, INC. - JENKS, OK	42,656.00
34284	THE ENERGY AUTHORITY, INC. - JACKSONVILLE, FL	141,970.68
43778	M D HENRY CO, INC. - PELHAM, AL	7,640.00
43830	FORCE ELECTRICAL SERVICES LLC - WOODWARD, OK	0.00
42788	COX COMMUNICATIONS, INC. - OKLAHOMA CITY, OK	30,000.00
Grand Total Change Orders & Renewals:		\$834,324.68
Grand Total		\$3,911,965.28

Director Elam asked Mr. Lofton to provide a summary for item 4.d. Mr. Lofton told the Board these insurance policy periods normally renew in July each year. This item extends the Authority's renewal period by 2 months to allow the Finance Department to focus on the audit and other projects.

Director Meyers 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. Consideration, Discussion, and Possible Approval of Regular Board Meeting Minutes of March 9, 2023.

Director Matthews moved to approve the Regular Board Meeting Minutes of March 9, 2023, 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).*

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 March. He said this month there was a 4 percent increase in demand and a 6 percent increase in energy. Mr. Sullivan showed graphs illustrating a comparison of resource energy production for March 2022 and March 2023. He noted there was a larger amount of output from their coal unit (GREC2) in 2022, and larger output from their gas unit (GREC3) in 2023. Mr. Sullivan showed a chart illustrating the current Henry Hub natural gas futures and settlements, as well as explaining details of the chart. He said they continue to see a downward trend in natural gas pricing and the GRDA staff will continue to watch this.

Mr. Sullivan showed a photograph of the new playground equipment GRDA's Outdoor Experience and Properties and Maintenance Divisions installed for Snowdale Park at Lake Hudson. He said they are glad to have these improvements in place for visitors.

On March 13, 2023, GRDA donated a Chevrolet Tahoe previously used by GRDA Police to the Town of Watts. Located very near the site of the ongoing WOKA Whitewater Park currently under construction along the Illinois River, the Town of Watts Police Department has been very helpful with security efforts around the site and are often the first to respond to any security-related incidents or trespassers at the site. On March 29, GRDA also donated a surplus GRDA Police Chevrolet Tahoe to the Pawnee Police Department. Pawnee has been a GRDA wholesale electricity customer since 1953. Mr. Sullivan presented photographs of each of the presentation events and stated how proud he is that the Authority was able to do this for these communities.

On March 14, 2023, the American Indian Resources Center brought a group of ninth through eleventh grade students from 7 different schools, as part of their Education Talent Search program, to visit the Ecosystems and Education Center and Pensacola Dam. Mr. Sullivan stated the students are first-generation college or technical school bound and are touring colleges and career paths to get them excited about the various career opportunities available.

On March 23, 2023, GRDA Safety Director Mike Vernnon led an office safety forum at the Administrative Center for professional, technical, and clerical personnel. Topics discussed included previous years' safety data, hazards to watch for in an office environment and what to do in an active shooter situation.

Following heavy rains in the Grand Lake Watershed, and under the direction of the U.S. Army Corps of Engineers, GRDA opened floodgates on March 24, 2023. This was the first gate operation since June 2022.

At one point, the GRDA had three gates open at Pensacola Dam and 14 gates open at the Robert S. Kerr Dam.

Mr. Sullivan said he had an opportunity to address the newly formed Siloam Springs Utility Commission and present information about GRDA at their meeting on March 30, 2023. The commission is a citizen advisory group that works closely with the city's utility division.

GRDA powerline and fleet maintenance personnel left March 31, 2023, for Monument Valley, located along the state lines of Arizona and Utah (near Four Corners), to aid the Light Up Navajo project. This is a mutual aid project coordinated by the American Public Power Association (APPA) to extend electric service to households on the Navajo Nation. GRDA crews returned on April 9. Mr. Sullivan showed photographs of the crews and work being done to provide first delivery of electricity to homes in the area. He expressed his appreciation for the eager volunteers from the Authority that worked on this project.

On April 3, 2023, Congressman Josh Brecheen visited GRDA to learn more about the Authority. Mr. Sullivan showed photographs from the short tour. He told the Board they would like him to return soon when he has more time to take a full tour.

GRDA was once again recognized by the APPA for achieving exceptional electric reliability in 2022. APPA compared GRDA's reliability data compiled through the eReliability Tracker to the national reliability data collected by the Energy Information Administration (EIA). GRDA is in the top quartile (25 percent) of utilities for System Average Interruption Duration Index (SAIDI), thereby qualifying for the 2022 Certificate of Excellence in Reliability for the MidAmerica Industrial Park distribution system. This is the fifth time in the previous six years that GRDA has received this acknowledgement from APPA.

Mr. Sullivan invited everyone to stay after the Board meeting for a memorial tree dedication event at 2:00 p.m. on the east side of the GRDA Administrative Center near the courtyard to honor the memory of GRDA employees Matt Arnold, Chris Blossom, Frank Cantey, Alan Decker, Steve Howe, Chad Nave and Jason Taylor. After the ceremony, there will be a small reception for families and others.

Mr. Sullivan introduced the video covering the Big Meat Run. He said this is the second year MidAmerica Outdoors has been running this event and that the Authority appreciates all the work by the company to make this event even better with the large crowds that attend.

4. New Business

4.f. Power Cost Adjustment (PCA) of \$ 0.03548 per kWh for May 2023

Mr. Sullivan presented tables showing the Power Cost Adjustment (PCA) calculations based on the staff's forecast for May 2023. He explained the details and said all the figures are assumptions based on the information they have from historical data. He continued to go through the table explaining how the calculation is found. Mr. Sullivan stated the first few months of the year have turned out better than anticipated as the GRDA staff now expect the under-recovered amount to be approximately \$6.5 million in May 2023. He showed a graph illustrating the GRDA PCA rates (both actual and estimated) and what the under or over recovery is expected to look like for the next year. Mr. Sullivan presented another graph showing the overall value of GRDA's resource portfolio. While there is a correlation to the Henry Hub forward gas curve, month to month there is a different market implied heat rate. The market cost of GRDA load is offset by the Authority's resource revenue, resulting in a cost that will be recovered by the monthly PCA rate. Mr. Sullivan showed a new chart illustrating a comparison of the South Hub DA market point to the Henry Hub. He said the GRDA does not settle their load to the South Hub, but it is a good surrogate to know what the rest of the market looks like. He further explained the chart and how it accurately tracks market prices within the Southwest Power Pool (SPP) footprint. Through GRDA's membership with StoneX, the staff met with them and they agreed to share a part of their weekly presentation on their value matrix. Mr. Sullivan presented this information and explained the graph and chart. He also shared information from StoneX on the natural gas market and forward pricing, wind power generation, the higher levels of coal to

gas switching, and seasonal patterns. There is a large impact on this market from international activity as well. Mr. Sullivan showed weather factors that can impact the market.

Director Elam commented he appreciates Mr. Sullivan breaking this information down for the Board and for GRDA customers present at the meeting.

Chair Sublett thanked Director Elam for his questions and request for information around the PCA so everyone has a much clearer understanding.

Director Elam moved the Board approve the Power Cost Adjustment (PCA) of \$ 0.03548 per kWh for May 2023 as presented, seconded by Director Meyers, and voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

4.g. Generation Fleet Performance Review

Mr. Ladd presented charts on GRDA-owned thermal generation energy production. He showed historical data and thermal generation forced outage hours year-over-year up to 2022 related to the Operational Reliability Analysis Program benchmark. This benchmark is across the market, not just internally. Since GRDA owns a unit manufactured by Mitsubishi, the program provides the Authority with access to this information. Mr. Ladd explained some of the factors that impacted the performance of both GREC2 and GREC3. He showed a breakdown of event hours lost by system for each of the units and explained this. It allows GRDA to properly evaluate the issues found. Mr. Ladd presented the hydro energy production gross actual generation for the Pensacola Dam, Kerr Dam, and Salina Pumped Storage Project from 2018 to 2022. He explained the graphs and went over the timing, impact, hours lost and what specifically happened to force these outages within GRDA's hydro fleet. Mr. Ladd told the Board the plan moving forward would be to find new and better ways to reduce operating costs and maintain reliability. He explained 4 different maintenance categories: predictive, condition, preventive, and reactive, and how each affects system reliability and operations & maintenance (O&M) costs. Mr. Ladd said this puts the Authority in a much better position to improve reliability and reduce costs. He showed information on generation financial performance for 2022. Mr. Ladd clarified for the Board that they were over budget by approximately 3 percent on O&M due to several factors, and noted the market value of GRDA owned assets which returned a value of about \$140 million in 2022.

Director Lewandowski asked if the \$140 million is after operating costs. Mr. Ladd said that is the net value. Director Meyers asked Mr. Ladd to confirm that if GRDA was purchasing power from the market, the chart shows that power would have cost the Authority approximately \$274.5 million. Mr. Ladd confirmed this and commented that every department has a role.

4.h. GREC Unit 4 – EpCM Services Progress Report

Mr. Ladd presented background information on the EpCM agreement and key accomplishments so far. He showed the 60-day look ahead which includes a site visit on April 12-13, 2023, reviewing existing systems, coordinating with plant personnel, and performing a team building event, conducting a condition assessment of the existing water treatment facilities, meeting with Oklahoma Department of Environmental Quality (ODEQ) and determining the final permitting strategy for GREC2 and GREC4, supporting the CT Train and GSU RFP process, project engineering activities to support the establishment of a Target Cost, and updating the complete project schedule. Mr. Ladd told the Board there are some potential early hurdles that will need to be managed. These include geotechnical risks including unknown subsurface conditions which can impact the foundation design and piling schedule, extended equipment delivery schedules, and permit requirements that could restrict hours of operation. He presented a graph showing the current budget tracking. The initial task authorization was for \$861,502. The total amount invoiced to date is \$171,816. Mr. Ladd presented the upcoming key milestones and the schedule this year until August.

Chair Sublett asked if everything was moving along on schedule. Mr. Ladd confirmed it is.

4.i. 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 Approval of Request by Grand Telephone Company, Inc. for Permit for Fiber Optics Cable on GRDA Property in Mayes County, Oklahoma.**
- b) **Consideration, Discussion and Possible Approval of Request by John and Susan Brosky and Cedric Gardens, LLC for a Raw Water Contract Located in Mayes County, Oklahoma.**
- c) **Consideration, Discussion and Possible Approval to Close the GRDA Cherokee Seaplane Base (406) Located in Delaware County, Oklahoma.**
- d) **Consideration, Discussion and Possible Approval of a Request by Cedar Cove for Approval of a Commercial Permit Application and for a Waiver to Exceed the 1/3 of the Cove Rule for a Facility Located in Delaware County, Oklahoma.**

Director Westbrook said the committee met this morning and all items were approved unanimously by the committee members. He briefly explained each item. Mrs. Jahnke told the Board the committee added a provision to item 5.1.b. that the applicant would have to provide the Authority with their license and information each year. There were no questions from the Board of Directors.

Regarding item a, Director Westbrook moved to approve a 5-year water contract to withdraw water from Lake Hudson which included a provision for verification of their yearly license to John and Susan Brosky and Cedric Gardens, Inc., as approved by the Assets Committee, and the items were 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 approve a 5-year water contract to withdraw water from Lake Hudson to John and Susan Brosky and Cedric Gardens, Inc., and provide the Authority with their license and information each year, as approved by the Assets Committee, and the items were 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 close the Cherokee Seaplane Base Hanger (406) and to remove the hanger from the public records as a seaplane landing location, as approved by the Assets Committee, and the items were voted upon as follows: Elam, Lewandowski, Matthews, Meyers, Richie, Sublett, Westbrook, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Regarding item d, Director Westbrook moved to approve the commercial application for Cedar Cove Resort as submitted, and to waive the 1/3 of the Cove rule for the existing docks, as approved by the

Assets Committee, and the items were 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.

a) 2022 Financial Statement Audit

Director Lewandowski said the committee held a meeting with Baker Tilly to discuss the 2022 financial statement audit. He asked Mrs. Gudde to present this item. Director Lewandowski commented that Baker Tilly was very complimentary on the work done by the Finance Team and the preparations they had made. The outcome was favorable from the committee's standpoint.

Regarding item a, Mrs. Gudde said the material for this item was included in the Board's information in preparation for this meeting. She stated this was a very successful audit year and Baker Tilly provided a clean audit opinion. Mrs. Gudde commended her entire team for their work and said the audit team escalated their due date this year by approximately 2 full weeks. She stated the Finance Team worked long hours and met the deadline, even though Baker Tilly truly did not expect them to do so. Mrs. Gudde further commended her team for working on this alongside many other projects, including the continued work on the ERP.

Director Elam asked why Baker Tilly escalated their due date. Mrs. Gudde said she did not know, but was very proud of her team for getting it completed as requested.

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

4. Fuel and Long-Range Planning Committee: Director Meyers said the committee met last month with some Google representatives. He stated it was a good opportunity to get better acquainted and learn more about each other. Director Meyers said there would be another meeting held directly after this Board meeting today.

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 82 O.S. § 862.1(2)(b), Which Exempts the GRDA from Compliance with the Open Meeting Act to Confer on Power Purchase Agreements.**
- d. **Proposed Executive Session Pursuant to 25 O.S. § 307(B)(11)(e) for the Purpose of Discussing Information Technology Matters Concerning the System Configuration Information, Security Monitoring and Response Equipment Placement and Configuration, Business Continuity and Disaster Planning, or Response Plans, and Investigation Information Directly Related to Security Penetrations or Denial of Services.**

Director Westbrook moved to go into executive session at 11:08 a.m., seconded by Director Lewandowski, 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 1:03 p.m., seconded by Director Meyers, 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, Concerning Power Purchase Agreements.**
- d. **Action, as Necessary, Concerning the System Configuration Information, Security Monitoring and Response Equipment Placement and Configuration, Business Continuity and Disaster Planning, or Response Plans, and Investigation Information Directly Related to Security Penetrations or Denial of Services.**

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

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

Regarding item c, Director Myers moved to approve the Power Purchase Agreement discussed in Executive Session, subject to the acceptance of the final terms by the General Counsel and Chief Executive Officer, 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).*

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

Director Richie moved for adjournment at 1:05 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).*

Sheila A. Allen, Secretary

DATE APPROVED:

