

**Minutes of Regular Meeting  
Grand River Dam Authority  
Board of Directors  
June 5, 2024**

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 June 5, 2024. 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 21, 2023 at 9:55 a.m.; by posting the agenda with the Mayes County Clerks’ offices on June 4, 2024, at 9:55 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.

Chair Westbrook called the meeting to order at 10:04 a.m. The Secretary called the roll. All members were present, with the exception of Director Matthews and Director Meyers. Chair Westbrook declared a quorum.

BOARD MEMBERS

Michael Westbrook, Chair	Present
Chris Meyers, Chair-Elect	Absent
Dwayne Elam	Present
Tom Kimball	Present
Paul Matthews	Absent
John Rupe, Jr.	Present
Charles Sublett	Present

ADMINISTRATIVE

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

**4. New Business:**

**a. Capital Work Order Report (\*Denotes Addenda Items): Sullivan**

Number	D365 Project	Funding Source	Title	Net GRDA Cost
RF024-01315	2068959	REVENUE	Rex Alexander Building Service Rebuild	186,785
<b>Grand Total Work Orders</b>				<b>\$ 186,785</b>

Mr. Sullivan explained the item on the Capital Work Order Report.

There were no questions from the Board.

Director Elam moved the Board approve the Capital Work Order Report as presented, seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

## CONSENT AGENDA

### 4. New Business:

- b. Consideration, Discussion, and Possible Approval of Supplemental Agreement for Easement DACW56-2-06-139 Between the Secretary of the Army and Grand River Dam Authority for Land in Cherokee County, Oklahoma: Jahnke**
- c. Consideration, Discussion, and Possible Approval Contract for Commercial Service – Fabricut Manufacturing Company: Schaffitzel**
- d. Consideration, Discussion, and Possible Approval Contract for Commercial Service – Q.M.I. INC: Schaffitzel**
- e. Consideration, Discussion, and Possible Approval Contract for Commercial Service – The Sygma Network: Schaffitzel**
- f. Declare Surplus and Not Necessary to the Business of the District: Sullivan**

Description and/or Make of Item
Westinghouse/ GE Regulator: Lot of 1
GE 69 kV Breaker: Lot of 1
GE 161kV Breakers: Lot of 6
Siemens 13.8kV Regulator: Lot of 1
Standard Transformer 69kV: Lot of 1
GE/Midwest Electric 13.8kV Pot Transformer: Lot of 2
ABB 13.8 kV Pot Transformer: Lot of 3
Westinghouse 13.8kV Pad Mount Transformer: Lot of 2
Wiley 13.8kV Pot Transformer: Lot of 1
Kuhl 69kV PT: Lot of 1

### 5. Reports:

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

Standard Purchase Orders & Contracts		
PO Number	Vendor Name and City State	Amount
PCPA-000479	OKLAHOMA TURNPIKE AUTHORITY - OKLAHOMA CITY, OK	0.00
PCPA-000481	OKLAHOMA WATER RESOURCES BOARD - OKLAHOMA CITY, OK	237,812.00
PCPA-000493	OKLAHOMA CONSERVATION COMMISSION - OKLAHOMA CITY, OK	0.00
PCPA-000485	CEC CORPORATION - OKLAHOMA CITY, OK	526,000.00
PCPA-000490	VALMONT SUBSTATIONS - KANSAS CITY, MO	477,916.55

PCPA-000495	KOBELCO COMPRESSORS AMERICA, INC. - CORONA, CA	278,354.30
PCPA-000491	KESTREL POWER ENGINEERING - FAIRBURY, IL	540,375.00
		<b>\$2,060,457.85</b>
<b>Change Orders &amp; Renewals</b>		
<b>PO Number</b>	<b>Vendor Name and City State</b>	<b>Amount</b>
PCPA-000465	ANIXTER, INC. - OKLAHOMA CITY, OK	7,194.30
43965	SOLENI, LLC - WILMINGTON, DE	0.00
PCPA-000283	CROSSLAND HEAVY CONTRACTORS, INC. - TULSA, OK	-1,391.73
42360	ELECTRICAL CONSULTANTS, INC. - JENKS, OK	16,226.00
PCPA-000489	GELCO CLOTHING & SHOES - TULSA, OK	0.00
PCPA-000359	C H GUERNSEY & COMPANY - OKLAHOMA CITY, OK	59,000.00
<b>Grand Total Change Orders &amp; Renewals:</b>		<b>\$81,028.57</b>
<b>Grand Total</b>		<b>\$2,141,486.42</b>

Chair Westbrook reviewed items on the Consent Agenda.

There were no questions from the Board.

Director Sublett moved to approve the consent agenda as presented, seconded by Director Rupe, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

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## REGULAR AGENDA

### 3. Unfinished Business:

#### a. Progress Reports:

##### 1) Current Operations Reports

##### a) GRDA Monthly Video Update – June 2024

- *Memorial Day Weekend Storm Recovery*
- *GREC4 Groundbreaking Event*

Mr. Sullivan said there are several items to talk about during his progress report, but he wanted to mention the C.H. Guernsey & Company item at the end of the Consent Agenda. He stated GRDA needed an update on their taxable versus tax-exempt bond issuance. They were required to get an engineering report on that to help the Authority determine what the appropriate amount of taxable debt they would have to carry. Mr. Sullivan said the good news is that this came in lower than what they were anticipating, at twelve percent. He stated they were expecting closer to twenty percent. This will provide some savings to GRDA as they go into the final portion of the bond issuance at the end of June.

Mr. Sullivan explained data shown as to GRDA's Demand and Energy for Load Following, comparing information for 2023 and 2024 for GRDA's Full Requirements Customers for the month of May. He said there is significant change, primarily in the Retail-Commercial customer class. There were new additions to this customer class over the last year. There was a three percent increase in demand and a five percent increase in energy, year over year. Mr. Sullivan showed graphs illustrating a comparison of resource energy production for May 2023 and 2024, noting the largest change was in Hydro production caused by the recent rainfall amounts. This also significantly decreased their market purchases needed when comparing to 2023.

The Authority is currently at twenty-two safe days working accident-free. There were a couple of minor events involving contractors for GREC Unit 4, but the program itself is doing well overall.

Mr. Sullivan was a guest speaker at a special meeting of the Wagoner City Council/Public Works Authority on May 23, 2024. He spoke to the board about GRDA's longtime partnership with Wagoner, as well as

GRDA's objectives related to the Cost-of-Service Study and rate change proposal. He also updated the group on GRDA's GREC Unit 4. Mr. Sullivan said it was a great opportunity to speak to officials in his hometown and answer their questions. He stated he hoped it was a helpful presentation to allow them to make some informed decisions on their own cost-of-service study.

There was a lot of activity on Grand Lake, Lake Hudson and the Illinois River over the Memorial Day holiday weekend, keeping GRDA Law Enforcement busy. They kicked off their annual "I got caught wearing my life jacket" t-shirt campaign to encourage life jacket usage on the water. Unfortunately, there was one fatality on Grand Lake, along with a couple of ATV accidents near Pensacola Dam. At the WOKA Whitewater Park, there was a steady stream of whitewater enthusiasts enjoying the course over the weekend. Mr. Sullivan said there was a tragic circumstance involving a fatality on Grand Lake at the end of the Memorial Day weekend, but other calls thankfully were not as serious.

Immediately following the storms on May 25-26, 2024, GRDA officers quickly jumped into action with rescue efforts. A large contingent continues to be in Claremore this week supporting line crews, helping with security, traffic control, etc. Mr. Sullivan presented a video of a story involving GRDA Police Officer Alan Davis on News on 6, the CBS affiliate in Tulsa. He stated that Officer Davis rescued family members (3 children) living in the house just north and west of Pryor where there the two fatalities occurred. A number of GRDA Police officers responded to the event, along with Mayes County and other law enforcement agencies.

Three Northeastern State University students received *Outstanding Honors Thesis* medals for projects supported by GRDA. These students were Angie Capp, Keegan Stallings, Viktoria Stallings. Ms. Stallings also received the *Jack Kaufman Senior of Distinction Award*. The recipient of this award is chosen from a list of outstanding seniors and honors an outstanding senior who will continue active engagement and support of the university for years to come. Mr. Sullivan said it was great to see them be recognized for their work at the GRDA Ecosystems & Education Center. He thanked the students for their efforts and support of the GRDA staff as well.

Mr. Sullivan, the Board and staff wished Director Kimball a very Happy Birthday today.

Mr. Sullivan introduced the *Memorial Day Weekend Storm Recovery* video to be shown, and stated that Claremore City Manager, John Feary, would like to address the Board, staff, and guests after the video.

Mr. Feary thanked the Board for allowing him to address the group. He said everyone right now is tired after being focused on their plan that was implemented immediately for the city. Mr. Feary expressed how he and other officials are feeling, and stated they are beginning the recovery. He said their public power partnerships with other cities and GRDA has been extraordinary. Mr. Feary listed GRDA customer communities that came to the City of Claremore's aid. He thanked each and every organization that was involved, including GRDA repair crews, Mike Shook and his team, as well as Mr. Sullivan and everyone involved. Mr. Feary said they will never be able to properly relay their gratitude, but that they would respond in-kind should this type of catastrophic event ever happen in one of their communities. He told the Board a bit about their planning process and a couple of stories of how the residents in Claremore had weathered the storm. Mr. Feary stated by the end of business today they would be at one hundred percent power restoration for the community, and that this would not have happened, but for GRDA and their other public power partners. He said their community came together like never seen before as well and thanked everyone again for their contributions.

Mr. Sullivan thanked Mr. Feary for his kind words and for sharing this with everyone. He said it takes a team coming together for something like this, and thanked GRDA crews, GRDA Police and other staff involved.

Mr. Sullivan introduced the *GREC4 Groundbreaking Event* video. After the video, he stated it is always fun to break ground and start a project like this, and that they are about two years away from this unit being available.

Chair Westbrook acknowledged and expressed his appreciation to everyone for their extraordinary efforts in assisting with the storm recovery. He stated he is moved by what has been shown today.

Mr. Sullivan thanked the Board for their support of the training needed for their employees to be able to support the community in an instance like this.

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

##### **g. Power Cost Adjustment (PCA) of \$ 0.02256 per kWh for July 2024**

Mr. Sullivan presented tables showing the PCA calculations based on the staff's forecast for July 2024, and explained the details. All figures are assumptions based on the information they have from historical data. Mr. Sullivan 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. He said they are seeing the value of their resource portfolio and lower cost to the GRDA customers during these months leading into summer. Mr. Sullivan presented another graph showing the overall value of GRDA's resource portfolio. 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 presented a chart illustrating a comparison of the Southwest Power Pool (SPP) South Hub day ahead on-peak against the cost for natural gas for the Henry Hub. He also showed another comparison of June and July rate calculations.

Director Kimball commented he had heard that morning that Phoenix, Arizona, is supposed to 119 degrees today, and Las Vegas, Nevada, is supposed to be 114 degrees. He said they are discussing curtailing residents using air conditioning, which could affect rates over the next three years or so.

Mr. Sullivan stated he had heard today that Oklahoma Gas & Electric Company (OG&E) is asking for over \$300 million in rate increases. He said the month of May was one of the tenth hottest in the last thirty-five years. The continued warmer temperatures has an impact on sales and how the Authority plans for the future.

Director Sublett moved to approve the Power Cost Adjustment (PCA) as presented, seconded by Director Rupe, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

##### **h. Consideration, Discussion, and Possible Approval of Contract PCPA-471 Salina Pumped Storage Project Refurbishment & Modernization of Units 5 and 6 (Phase 2)**

Mr. Ladd explained the GRDA Salina Pumped Storage Project equipment is in excess of fifty years old. The equipment remains serviceable but requires end-of-life improvements, and given current market conditions, the equipment requires enhanced operations capability as well. GRDA awarded a professional engineering services contract to Stantec to study and develop contract documents for the Salina Pumped Storage Project Units 5 and 6. He said studies for modernization of the remaining units also continues. The Authority obtained U.S. Department of Energy grant funding to utilize their laboratory to have further studies done for enhanced function. Those studies are now in progress. Mr. Ladd said the final modernization decisions await the grant and secondary modernization decision process to be complete. He explained the manufacturing includes a model study that will support the final modernization determination for the project's Units 5 and 6. During the manufacturing and construction, GRDA requires added engineering and construction management services. They needed the support to be applied across approximately three years for the model test and manufacturing, and one year for each of the units. Stantec broke up Phase 2 of the project into eight separate tasks. Mr. Ladd reviewed these for the Board. The staff recommended acceptance of the proposal from Stantec for the Task Order PCPA-000471 for additional engineering and construction management services for the Salina Pumped Storage Project overhaul and modernization of Units 5 and 6, at a value that would not exceed \$2,150,000.00. The original scope was for a not-to-exceed amount of \$590,000.00, with a current balance of about \$83,000.

Director Sublett asked what GRDA's experience with Stantec has been. Mr. Ladd said he had done some research on Stantec in 2021. He said they had much more experience, especially on the thermal side. They

are similar to Black & Veatch Engineering or Burns & McDonnell, but in the hydro business. He also stated their involvement made it possible for GRDA to be granted the Department of Energy funding.

Director Elam asked when this project is estimated to be complete. Mr. Ladd said Units 5 and 6 would take 2 or more years to complete, and Units 1-4 would follow and be take about the same amount of time. He stated it would likely take between six and seven years in total. Mr. Sullivan also stated they are only looking at one unit at a time for this to preserve their capacity and not create other issues.

Director Kimball asked if this will enhance the Authority's ability to produce electricity. Mr. Ladd said the efficiency of Units 5 and 6 has degraded to the extent that the units are now approximately twenty-five percent less than what they were when they were originally installed. So, they expect to be able to at least return these two units back to where they should be and was designed for in 1968. He said for Units 1-4 they are looking toward gaining capacity and evaluating the return on investment, as well as flexibility in the units.

Discussion ensued regarding the need for capacity by SPP, energy efficiency, return on investment, as well as details on the HydroWIREs initiative through the U.S. Department of Energy.

Director Elam asked if this project is within budget. Mr. Ladd confirmed it is within their budget.

Director Rupe moved to accept the proposal from Stantec for the unit price Task Order PCPS-000471 for additional engineering and construction management services for the Salina Pumped Storage Project overhaul and modernization of Units 5 and 6, at a value not to exceed \$2,150,000, seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

#### **i. Hydro Generation Outage and Performance Report**

Mr. Clint Heidelberg greeted the Board and introduced himself. He showed a graph of hydro forced outages and availability across the GRDA fleet, with start percentages for 2023, and explained details of the graph including the numbers for each facility. Start percentages for 2023 were all at or above ninety-nine percent. Mr. Heidelberg told the Board the crews have made safety updates as well, to include adding safety chains to ladder access, general housekeeping and organizing, identifying and marking trip hazards, installing missing covers on electrical hazards, replacing emergency egress lighting, and containment and labeling for solid oily waste and used oil barrels. He went over recent accomplishments by the Hydro crews for all three facilities. The team's top three targets for 2024 are around procedures, work management, and strengthening safety. They intend to continue to develop documentation, ensuring compliance with rules, reducing human error, prioritizing doing the right job at the right time, increasing productivity, setting predictive condition-based maintenance to reduce the run to failure, completing the development of Hydro-specific safety processes, and solidifying their Safety Committee roles and responsibilities.

Director Kimball commented that this is a testimony to management and the GRDA Staff of their commitment to continue improving safety at GRDA, as well as improved efficiency and lower costs to their customers.

There is no action required for this item.

#### **j. 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, and no action is required for this item.

## 5. Reports

### a. Board of Directors Committee Reports

#### 1. Assets Committee: Director Westbrook had no report.

- a) **Consideration, Discussion and Possible Approval of a Request by Derik and Sharon Smith for Approval of a Commercial Permit Application for a Facility Located in Delaware County, Oklahoma.**
- b) **Consideration, Discussion and Possible Approval of a Request by Terry D. Klein and Jody B. Klein for a Revocable License to Encroach for Property Located in Delaware County, Oklahoma.**
- c) **Consideration, Discussion and Possible Approval of Termination of a License to Encroach Issued to Robert F. Young and Ginger R. Young for Property Located in Delaware County, Oklahoma.**
- d) **Consideration, Discussion and Possible Approval of a Request by ONEOK Gas Transportation, L.L.C. for a Pipeline Easement at the Redbud Facility Located in Oklahoma County, Oklahoma.**

Chair 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 asked if there were questions or comments on these items.

**Regarding item a,** Director Westbrook moved to approve the commercial application for Derik & Sharon Smith for two docks containing five slips, as approved by the Assets Committee, and the items were voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

**Regarding item b,** Director Westbrook moved to approve a License to Encroach to Terry D. Klein and Jody B. Klein in Delaware County, Oklahoma for the amount of \$773.00 per year, as approved by the Assets Committee, and the items were voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

**Regarding item c,** Director Westbrook moved to approve the termination of the License to Encroach issued to Robert F. and Ginger R. Young for property in Delaware County, Oklahoma, as approved by the Assets Committee, and the items were voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

**Regarding item d,** Director Westbrook moved to approve a permanent and temporary easement to ONEOK Gas Transportation, L.L.C. for the amount of \$9,187.56 in Oklahoma County, Oklahoma, subject to approval of terms and conditions by CEO and General Counsel, as approved by the Assets Committee, and the items were voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

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

Director Sublett said there is no committee business to bring to the Board today. However, he stated the committee has been kept fully informed with regard to The Energy Authority Matter that will be brought to the Board by the Fuel & Long-Range Planning Committee later in the meeting.

**3. Compensation & Marketing Committee:** Director Kimball said his report will be contained in Executive Session, but there is nothing else to bring before the Board.

**4. Fuel and Long-Range Planning Committee:**

**a) Consideration, Discussion, and Possible Approval of Resolution to Authorize GRDA to Join The Energy Authority (TEA)**

Director Elam stated, with Director Meyers' absence, the committee has had several meetings to discuss this item in depth. He explained what was discussed and how both the Fuel & Long-Range Planning Committee and the Audit, Finance, Budget, Policy & Compliance Committee have partnered to make certain this is something that is good for the Authority and for GRDA customers. Director Elam said over the last couple of years they have seen situations where a membership like this could have assisted them in keeping fuel costs lower and allowing their portfolio to be more diverse. He asked Mr. Sullivan to present the information on this topic for the Board.

Mr. Sullivan said they spent time with both committees due to the overlap of responsibilities as it relates to The Energy Authority (TEA). He stated GRDA is moving from a coal unit to a gas unit, with more reliance on a single fuel that is a larger part of their portfolio. This means a loss of their fuel hedge. They are seeing changes at the Southwest Power Pool (SPP), regulatory changes in the country, and changes in the pace of those changes. About two weeks ago, they received four new proposed rule file rules from the U.S. Environmental Protection Agency (EPA), with more pending related to generation units. Customer loads are also increasing. With limited options for new generation, TEA is well-positioned to be able to assist GRDA with this challenge. Mr. Sullivan told the Board TEA was created by public power to meet the needs of public power utilities, like GRDA. The Authority is very familiar with the other members of TEA, as most of them are also members of the Large Public Power Council. The Energy Authority has over 280 employees that GRDA could leverage their experience without having to build that themselves to perform credit surveillance and monitoring, as well as implementation of best practices. Mr. Sullivan said partnership with TEA provides great benefits, but not the whole menu of services. He explained their partnership, while limited, has provided value that has exceeded the cost of membership. This amount can be quantified at around \$40 million. TEA members receive full value of services and save on overall cost. It also allows the organization to look at all GRDA operations to find efficiencies and operational savings. He introduced Ms. Joanie Teofilo and asked her walk through some additional details.

Ms. Teofilo greeted the Board and stated she is passionate about TEA. She provided some history on how and why TEA was created, as well as speaking about the value of public power. Ms. Teofilo said TEA serves as a "bridge" with a focus, skill set, and people engaged in the energy markets to provide this type of connection for public power. She explained how TEA is structured, and said the members believe GRDA would be a tremendous addition to their membership. TEA members provide all governance of the organization. Ms. Teofilo showed the seventy clients TEA serves throughout the United States. She stated they are active in almost every market in the country, and this allows them to take the experience and knowledge gained in those markets and bring it to the GRDA staff to aid in executing strategies and trades on behalf of the Authority. As they see energy transition and evolution of the markets, this can be very helpful as changes continue to increase at an ever-changing pace. Ms. Teofilo said TEA has two around-the-clock trading floors, representing over 25,000 megawatts of generation, over 30,000 megawatts of demand, and transacting over 400 Bcf of natural gas annually. They offer risk and cost savings to all their clients, and ultimately their clients' customers. She said Mr. Sullivan would sit on the TEA Board of Directors, Mr. Brown would sit on their subsequent Operating Committee, and Mr. Feighner would sit on their Finance and Audit Committee. Ms. Teofilo asked Mr. Jamie Mayne to provide further information on TEA's core services.

Mr. Mahne said GRDA would have access to portfolio management, RTO market management and trading, natural gas management, bilateral energy trading, and advisory services. He said it would include a full suite of advanced analytics services to interact with the Southwest Power Pool (SPP), other bilateral counterparties, natural gas managers, as well as purchasing and supply. Mr. Mahne stated the importance of good risk management and being able to manage these with energy markets is increasing every year in importance and is essential. He showed a chart on SPP's energy volatility, showing how it is increasing



over time. Mr. Mahne told the Board their team works very closely with their members to ensure they understand the full portfolio to look at it holistically across all commodities and time frames to help manage risk strategies and actual execution of transactions. He explained their nationwide scope and how GRDA would help guide the future of TEA.

Mr. Sullivan said there are obviously fees associated with this in working capital contributions, guarantees currently provided in other markets being transferred to TEA on GRDA's behalf, and the operating expenses associated with being a member of the organization. He presented Resolution 5460 which would authorize GRDA to join and execute documents to become a member of TEA. Mr. Sullivan stated this is not going to produce a reduction of personnel but is a reduction of risk, as they feel like this is the best way for the Authority to be able to mitigate that.

Director Sublett asked Ms. Teofilo, with the great benefits associated with membership as opposed to partnership, why The Energy Authority does not have more members. Ms. Teofilo said membership is selective. It is the responsibility of the TEA Board of Directors to offer membership to ensure a member organization is a good fit for the Board. Size of the utility is also a part of the selection process. She stated they determined GRDA qualifies as a prospective member, and all of TEA membership concurs.

Director Elam moved to approve Resolution #5460 to authorize GRDA to join The Energy Authority (TEA) as presented, seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

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## 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(B)(4) for the Purpose of Confidential Communications Between GRDA and Its Attorneys Concerning City of Miami et al. vs. Grand River Dam Authority, District Court of Ottawa County, Oklahoma, Case No. CJ-2008-619.**
- c. **Proposed Executive Session Pursuant to 25 O.S. § 307(B)(1) to Discuss the Annual Review and Salary of the Chief Executive Officer.**

Director Elam moved to go into executive session at 11:31 a.m., seconded by Director Kimball, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

Director Elam moved to return to regular session at 1:10 p.m., seconded by Director Sublett, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-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 City of Miami et al. vs. Grand River Dam Authority, District Court of Ottawa County, Oklahoma, Case No. CJ-2008-619.**
- c. Action, as Necessary, Concerning the Annual Review and Salary of the Chief Executive Officer.**

**Regarding item a**, there is no action required for this item.

**Regarding item b**, there is no action required for this item.

**Regarding item c**, Director Kimball moved to approve the salary adjustment for the Chief Executive Officer as discussed in Executive Session, seconded by Director Rupe, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

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Director Sublett moved for adjournment at 1:11 p.m., seconded by Director Rupe, and voted upon as follows: Elam, Kimball, Rupe, Sublett, Westbrook, yes. *Motion passed (5-yes, 0-no, 0-abstained).*

  
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Sheila A. Allen, Secretary

DATE APPROVED:

July 10, 2024  
GRDA Board of Directors