



**Minutes of Regular Meeting  
Grand River Dam Authority  
Board of Directors  
November 12, 2025**

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 November 12, 2025. 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 14, 2024 at 3:15 p.m.; by posting the agenda with the Mayes County Clerks' offices on November 10, 2025, at 9:30 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 Rupe called the meeting to order at 10:12 a.m. The Secretary called the roll. All members were present. Chair Rupe declared a quorum.

**BOARD MEMBERS**

John Rupe, Jr., Chair	Present
Charles Sublett, Chair Elect	Present
Jared Crisp	Present
Nicki Fuller	Present
Tom Kimball	Present
Paul Matthews	Present
Jeff Stava	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	Present
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	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

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**Introduction of New Board Member, Jeff Stava**

Mr. Sullivan introduced Mr. Jeff Stava as GRDA's newest board member, appointed by Governor Stitt, to represent lake and recreation interests. He will chair the Assets Committee. Jeff is the Chief Operating Officer of the George Kaiser Family Foundation, known for many things in Tulsa, including the Gathering

Place project. He graduated from Baylor University in 1991. Outside of work, he enjoys time with family and sunsets on the lake. Mr. Sullivan and the Board welcomed Mr. Stava to GRDA and said they look forward to his work on the Board of Directors. Mr. Stava thanked everyone for the welcome. He said he is happy to be a part of GRDA and is looking forward to learning more about the Authority.

## 1. Capital Work Order Report

Number	D365 Project	Funding Source	Title	Net GRDA Cost
RF025-01419	2230674	REVENUE	Mobile Sub 407 Circuit Switcher Replacement	\$ 432,957
<b>Grand Total Work Orders</b>				<b>\$ 432,957</b>

Mr. Sullivan explained the one item in the Capital Work Order Report. He said this is a simple project to upgrade the switcher on GRDA's mobile substation. The mobile substation has been used several times recently.

There were no questions from the Board.

Director Kimball moved to approve the Capital Work Order Report as presented, seconded by Director Sublett, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

## CONSENT AGENDA

### 2. Resolutions of Commendation: Chair Rupe

- a. Richard K. Ross

### 3. Contracts:

- a. Consideration, Discussion, and Possible Approval of Temporary Electric Service for Fortis Construction, Inc. – Meter No. I890V: **Philpott**
- b. Consideration, Discussion, and Possible Approval of Meter Ownership Transfer Agreement – Stroud Utility Authority: **Sorum**
- c. Consideration and Possible Approval of Purchase and Sale Agreement with SMT OKC II LLC, SMT OKC III LLC, SMT OKC V LLC, SMT OKC VI LLC, and SMT OKC VII LLC: **Brown**

### 4. Declare Surplus and Not Necessary to the Business of the District: Sullivan

Description and/or Make of Item
Cisco Video Conference Unit
Dual Cisco Video Conference Unit
Dell Laptops : Lot of 29
Tablets : Lot of 2
Docks : Lot of 15
Monitors : Lot of 33

Printers : Lot of 14
MiFi Hotspots : Lot of 3
Headsets : Lot of 2
USB DVD Player
Dell Desktops : Lot of 3
1 Lot of Misc PC peripherals

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

Standard Purchase Orders & Contracts		
PO Number	Vendor Name and City State	Amount
PCPA-001082	BRENNTAG SOUTHWEST, INC. - DALLAS, TX	233,920.00
PCPA-001098	MITSUBISHI POWER - LAKE MARY, FL	225,876.81
PCPA-001108	BURNS & MCDONNELL ENGINEERING, INC. - KANSAS CITY, MO	723,250.00
PCPA-001109	BLACK & VEATCH CORPORATION - OVERLAND PARK, KS	160,900.00
PCPA-001111	BLACK & VEATCH CORPORATION - OVERLAND PARK, KS	57,510.00
		<b>\$1,401,456.81</b>
Change Orders & Renewals		
PO Number	Vendor Name and City State	Amount
121953	TEREX UTILITIES, INC. - WATERTOWN, SD	3,127.00
PCPA-001044	ELECTRIC POWER RESEARCH INSTITUTE, INC. - PALO ALTO, CA	390,000.00
PCPA-000905	BURNS & MCDONNELL ENGINEERING, INC. - KANSAS CITY, MO	0.00
PCPA-000728	WARREN POWER & MACHINERY LP - DALLAS, TX	75,000.00
PCPA-000506	ICE US OTC COMMODITY MARKETS LLC - ATLANTA, GA	155,400.00
44146	AT&T CORPORATION - BEDMINSTER, NJ	12,000.00
42788	COX COMMUNICATIONS, INC. - OKLAHOMA CITY, OK	4,194.13
		<b>\$639,721.13</b>
<b>Grand Total</b>		<b>\$2,041,177.94</b>

Chair Rupe 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 Kimball, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

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**REGULAR BUSINESS**

**6. Discussion and Possible Action Regarding Board Meeting Minutes of October 8, 2025.**

Director Kimball moved to approve the Regular Board Meeting Minutes of October 8, 2025, as presented, seconded by Director Matthews, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**7. CEO Report: Sullivan**

- a. Current Operations Reports
  - 1) GRDA Monthly Video Update – November 2025
    - GRDA Customer Meetings

Mr. Sullivan explained data shown as to GRDA's Demand and Energy for Load Following, comparing information for 2024 and 2025 for GRDA's Full Requirements Customers for the month of October. There was a six percent increase in demand and a four percent increase in energy, year over year. Mr. Sullivan also showed information illustrating a comparison of resource energy production for October 2024 and 2025, noting a significant amount of additional market purchases, which is partly due to the Authority's supplemental supply agreement with Google. Also, they have had some hedging and other activity while generation units have been in outage. The rest is fairly consistent year over year.

The Authority is currently working injury-free for thirty-four days, seven without property damage, and thirty-four days without lost time.

The W.R. Hallway Reservoir, which is the reservoir that feeds the Salina Pumped Storage Project, is being drawn down. Mr. Sullivan showed a video illustrating for the Board the areas under construction to provide more understanding about the work done last year and to show the work currently being done on the south abutment to prevent seepage. Mr. Jacoby will provide additional information around this project. , that's looking down from the penstocks backing up. This has been an ongoing problem for GRDA.

Mr. Sullivan said they held their Safety Forums October 14-16. It was a great opportunity to talk about what was going on around the Authority but also discuss continued efforts in focusing on not just the Stop Work Authority, but also looking toward Start Work Authority. It is vital to check that everything is in place, including proper procedures, proper equipment, and all personnel to start a project. He stated they appreciate their Safety Team and all the work they are doing to put these together and make them meaningful.

One of the programs that GRDA initiated a couple of years ago and continues to improve is Switchyard Training. This training brings in teams from their municipal customers and gives them training on the Authority's switching procedures. This allows a much more rapid response in the event of an outage where GRDA can give switching orders from the control center to personnel in the field to engage in some switching that will isolate areas with an issue. Mr. Sullivan stated it is a great opportunity to work hand-in-glove with their municipal customers to make certain they have the training and consistent discussion needed for this to be successful.

Outage work wrapped up on GREC Unit No. 2 at the Grand River Energy Center. During the first two weeks of October, the system was restored and outage testing concluded. Numerous repairs were made during the outage to increase the efficiency and reliability of the unit. It was called back into the market on October 21.

Mr. Sullivan said the outage on GREC Unit No. 3 kicked off on October 1. Projects included spare pump change outs for the boiler feed water and condensate pumps. Mitsubishi conducted a borescope inspection of the combustion turbine, and various valves were replaced on the unit to reduce water loss. The condenser tubes were cleaned, and routine calibrations and testing occurred during this time. The unit is back online now.

GRDA hosted The Energy Authority (TEA) Board of Directors meeting last week at the Administrative Center. Mr. Sullivan said it was great to have the TEA Team here. They were able to get a tour of the construction site for GREC Unit No. 4 and see what is happening at GRDA.

Mr. Sullivan and all in attendance wished Director Crisp a very Happy Belated Birthday and introduced the video covering the GRDA Customer Meetings held in late October.

There were no questions from the Board.

## **8. Consideration, Discussion, and Possible Action Regarding Power Cost Adjustment (PCA) of \$0.02405 per kWh for December 2025: Sullivan**

Mr. Sullivan presented tables showing the PCA calculations based on the staff's forecast for December 2025 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. The necessary amount projected for the next twelve months would be a PCA of 24.05 mills. Mr. Sullivan presented another graph showing Henry Hub Natural Gas Futures – Settlements. Natural gas prices have only slightly increased. GRDA has provided customers with a chart showing average expected natural gas prices. He also showed a slide illustrating 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. With the future late fall and winter expected temperatures, this is where they typically see the highest benefit to their customers. Mr. Sullivan presented a chart illustrating a comparison of the Southwest Power Pool (SPP) South Hub on-peak amounts against the forward curves for Nymex. These numbers seem to be consistent in their pattern moving forward, but it all weather-dependent at this point. He also showed a graph comparing November and December rate calculations.

There were no questions from the Board.

Director Crisp moved to approve the Power Cost Adjustment (PCA) as presented, seconded by Director Matthews, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

## **9. GREC Unit No. 4 Project and Procurement Status Updates: Ladd**

The overall budget for the project remains the same, but several changes have occurred in committed costs and the contingency pool balance. Committed costs have risen from \$422 million to \$439 million, while actual costs now total \$363 million. The contingency pool balance has decreased from \$71 million to \$64 million, largely due to change orders related to Primoris, which amounted to around \$6.5 million. A new baseline schedule has been established that incorporates all Primoris change orders. As of the end of September, the project was 64.4 percent complete, and by the end of October it reached 74.5 percent completion. This progress was aided by the night group mechanical team, which will be working overnight to address delays and high demands for certain tasks. Efficient planning will allow these teams to work on heating processes and other piping needs simultaneously. As equipment installation progresses, the visual impact of the construction is changing, with less dramatic aerial photos appearing now. Mr. Ladd provided several photographs for the Board. A key focus of external work is the air inlet filter housing, a significant milestone involving its assembly and erection to protect the combustion turbine from debris. Similar attention is being applied to other critical areas, particularly when closing out certain systems to prevent material from damaging equipment. Inspections are crucial before any new equipment is installed in sensitive areas. Progress is also being made on the south end of the plant, where connections are being established between various systems and the combustion turbine. The collaboration between all teams has been critical, with significant efforts made by team members from GRDA's Transmission and Engineering Team during scheduled outages to complete work on the substation ahead of schedule. This includes installing new breakers and upgrading foundations to support new structures. These in-house efforts have reduced complications that can arise when outsourcing. A commissioning team, which includes GRDA staff, has also been formed, and they have drafted forty-seven operating procedures now under review. As of late October, certain electrical systems were energized to facilitate further commissioning activities, the water treatment building has been energized, and thirteen systems have been turned over to the commissioning team for testing and training purposes. The wastewater and fresh air systems are now operational, with more systems expected to become functional soon. Mr. Ladd explained the current status of machinery commissioning support, equipment availability, and ongoing construction issues. Some commissioning support has been requested from Black & Veatch Engineering. Negotiations regarding tariffs with Mexico City are still active, involving several million dollars. There are no significant equipment delays currently, although there have been minor issues with specific parts. The owner is responsible for the tuning of the SCR, which will cost approximately \$400,000 to \$500,000 for the required testing equipment. There is currently no plan for electrical work, but if circumstances change, night crews may be needed to reach the commissioning phase. The team is working hard, operating seven days a week with a schedule of thirteen days on and one off until the first commissioning. Minor damage has been reported on a high-end breaker, but the issue is being addressed promptly. Plans are in place to achieve first fire by February and to finalize operations by June 1, 2026. Gas connections at the plant are progressing well, and no significant tie-in problems are anticipated. An air connection improvement for GREC Unit No. 4 is

planned, and engineering work is ongoing with Black & Veatch to prepare for a competitive bid once application feedback is received. Mr. Ladd stated that, overall, the project is progressing without major surprises, and team coordination has been effective in addressing challenges. The team, including Black & Veatch, meets regularly to ensure all aspects of the project remain on track.

Mr. Ladd also showed photographs of the GREC Unit No. 1 cooling tower that is being renovated. Future construction activities are planned for that area.

There were no questions from the Board.

No action is required on this item.

**10. Consideration, Discussion, and Possible Approval of Material Purchases for Work Authorization P001311 – Salina Pumped Storage Project – FERC Project 2524-OK South Abutment Seepage Improvement Program, to include Clay Borrow from Pryor Stone, Inc., Select Sand Borrow from Muskogee Sand Company, and Cement from Central Plains Cement Company: Jacoby**

This project involves major repairs to the dam at the Salina Pumped Storage Project using GRDA's excavation teams. Leakage from the W.R. Holway Reservoir into the core of the Chimney Rock Dam has resulted in dam safety risks, a restricted lake level, excessive water loss, and reduced revenues. The seepage has necessitated construction of a seepage control blanket. Mr. Jacoby explained what this seepage blanket is and showed the Board how it works. Currently, there is leakage from the south abutment area of the dam, and they need to excavate this section to address the sources of the leak and eliminate safety risks previously identified. He said they have coordinated with the Federal Energy Regulatory Commission (FERC) on the design and started operational activities earlier this past summer. The construction involves creating an engineered slope with soils layered for filtration and safety control. They will utilize on-site excavation where material properties align with engineering requirements, utilize processed material from the Oklahoma Department of Transportation (ODOT) approved quarries when necessary, and evaluate potential borrow sources and associated transportation costs for material that is not readily available on-site, that cannot be adequately processed on-site, nor available through quarries. Materials will primarily come from on-site resources, which include rocky material and a mixture of dirt and limestone. Mr. Jacoby explained the role the area's geology played in the construction, as well as providing the costs for cement-flyash grout, select clay borrow, and select sand borrow. The imported transitional borrow agreement is currently in negotiation and the team anticipates ratification at the December Board of Directors Meeting. Negotiations for materials have been ongoing for six to eight months. The current recommendation is to approve the expenditures for sand, cement, and clay borrows as outlined. The project timeline and processes have been challenging, making it hard to quantify exact durations. Maintaining precision is vital, and they have refined their techniques over time, with past successes dating back to the early 1990s. They have gone through several design changes and are now exploring another concept due to encountering tough rock conditions. He said he believes their approach is effective. The materials sourced from quarries are compared against prices available in ODOT bids and other resources. Mr. Jacoby stated they are committed to selecting quality materials for transitional borrow without public bidding, as this material has to pass specific requirements. While the process is complex, he is confident the Authority has secured reasonable prices for the materials needed.

Director Sublett moved to authorize material acquisition for the Salina Pumped Storage South Abutment Seepage Improvement Program under Work Authorization P001311, be authorized in the following not-to-exceed values to Muskogee sand Company \$180,202.00, Central Plains Cement Company \$297,414.00, and Pryor Stone, Inc. \$392,040.00, seconded by Director Matthews, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**11. 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)).**

No action is required for this item.

**12. Board of Directors Committee Reports:**

**a. Assets Committee: Director Stava**

- 1) Consideration, Discussion and Possible Approval of a Request by the Town of Langley for an Extension of a Lease for GRDA Property Located in Mayes County, Oklahoma.**
- 2) Consideration, Discussion and Possible Approval of a Request by Carolyn S. Smith, as Trustee of the Carolyn S. Smith Revocable Trust and the W.A. Smith Revocable Trust, both dated May 24, 2004, for Partial Release of a Flowage Easement Located in Mayes County, Oklahoma.**
- 3) Consideration, Discussion and Possible Approval of a Revised GRDA Application for a Private Dock Permit.**

Director Stava 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.

There were no questions from the Board.

**Regarding item a,** Director Stava moved to approve the Second Amendment to Lease Agreement between the Town of Langley and GRDA, in Mayes County, Oklahoma, as approved by the Assets Committee, and the items were voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**Regarding item b,** Director Stava moved to approve a release of the flowage easement above elevation 642 for property owned by Carolyn S. Smith, Trustee of the Carolyn S. Smith Revocable Trust and the W.A. Smith Revocable Trust, both dated May 24, 2004, in Mayes County, Oklahoma for the amount of \$250.00 as approved by the Assets Committee, and the items were voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**Regarding item c,** Director Stava moved to approve the revision to the Application for Private Dock Permit as submitted, as approved by the Assets Committee, and the items were voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

**b. Audit, Finance, Budget, Policy & Compliance Committee: Director Sublett** said the committee would be meeting after the Board Meeting to go over several items, including the Fiscal Year 2026 Budget.

**c. Compensation & Marketing Committee:** Director Kimball had no report.

**d. Fuel and Long-Range Planning Committee:** Director Crisp had no report.

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## EXECUTIVE SESSION

### 13. 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, 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)(4) for the Purpose of Confidential Communications Between Grand River Dam Authority and Its Attorneys Concerning Grand River Dam Authority v. Federal Energy Regulatory Commission, United States Court of Appeals for the D.C. Circuit, Case No. 24-1071.**
- d. **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.**

Director Sublett moved to go into executive session at 10:59 a.m., seconded by Director Fuller, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

Director Sublett moved to return to regular session at 12:25 p.m., seconded by Director Stava, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

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### 14. 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.**
- b. **Action, as Necessary, Concerning the 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 Grand River Dam Authority v. Federal Energy Regulatory Commission, United States Court of Appeals for the D.C. Circuit, Case No. 24-1071.**
- d. **Action, as Necessary, Concerning Economic Development.**

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

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

**Regarding item c**, there is no action required.

**Regarding item d**, Director Kimball moved to approve the Amendment to the Agreement as discussed in Executive Session, seconded by Director Fuller, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Stava, Sublett, yes. *Motion passed (7-yes, 0-no, 0-abstained).*

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Director Sublett moved for adjournment at 12:34 p.m., seconded by Director Matthews, and voted upon as follows: Crisp, Fuller, Kimball, Matthews, Rupe, Sublett, yes. Motion passed (6-yes, 0-no, 0-abstained).

  
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Sheila A. Allen, Secretary

DATE APPROVED:

December 10, 2025  
GRDA Board of Directors