

**MINUTES OF THE BOARD OF DIRECTORS MEETING OF  
KLAMATH RIVER RENEWAL CORPORATION  
August 17, 2016**

1. Time and Place. The Board of Directors (“Board”) of Klamath River Renewal Corporation (the “Corporation”) held its organizational meeting on August 17, 2016 at Oregon Department of Environmental Quality, Northwest Regional Office, 700 NE Multnomah Street, Suite 600, Conference Room #610 Portland, OR 97232 at 10:00 a.m. Pacific time.
2. Attendance. The following Directors of the Corporation were present:

<b>Board Member</b>	<b>Appointing Authority</b>
Lester Snow	State of California
Wendy George	Karuk Tribe
Thomas Jensen	Institute for Fisheries Resources and Pacific Coast Federation of Fishermen’s Associations
Theodore Kulongoski	State of Oregon
Richard Roos-Collins	American Rivers, California Trout, Northern California Council Federation of Fly Fishers, Sustainable Northwest, Trout Unlimited
Scott Williams	Yurok Tribe

The following Directors of the Corporation were absent:

<b>Board Member</b>	<b>Appointing Authority</b>
Michael Carrier	State of Oregon
James Root	State of Oregon

The following guests were also present by invitation of the Board:

<b>Name</b>	<b>Title and Affiliation</b>
Glen Spain (Board alternate)	Northwest Regional Director, Pacific Coast Federation of Fishermen's Associations and the Institute for Fisheries Resources
Joshua Adrian	Partner, Duncan, Weinberg, Genzer & Pembroke; California Natural Resources Agency Counsel
Charlton Bonham	Director, California Department of Fish and Wildlife
Jennifer Frozena	Attorney, United States Department of Interior
Kurt Burkholder	Technical Consultant, Klamath River Renewal Corporation
Thomas Gibson	Deputy Secretary and General Counsel, California Natural Resources Agency
Bob Gravely	Manager of Communications and Public Affairs, PacifiCorp
Sarah Kamman	Vice President General Counsel, Pacific Power
Lloyd Lowy (via phone)	Partner, Hawkins, Delafield, and Wood LLP

Dennis Lynch	Associate Regional Director, Northwest Region, United States Geological Survey
Olivia Mahony	Associate, California Environmental Associates
Kirk Marckwald	Principal, California Environmental Associates
Anika Marriott	Assistant Attorney General, Oregon Department of Justice
Peter Okurowski	Director, California Environmental Associates
Eric Petersen (via phone)	Partner, Hawkins, Delafield, and Wood LLP
Dustin Till	Senior Counsel, Pacific Power
Craig Tucker (via phone)	Natural Resources Policy Advocate, Karuk Tribe
Darcy Wheelles (via phone)	Director, California Environmental Associates
Richard Whitman	Natural Resources Policy Director, State of Oregon

3. Call to Order. Mr. Snow called the meeting to order and acted as Chair thereof, and Ms. Mahony acted as Recording Secretary of the meeting. Mr. Snow announced that a quorum of the Directors was present, and that the meeting, having been duly convened, was ready to proceed with its business.
4. Approval of Agenda. Mr. Snow asked for any changes and reordering of agenda. With no suggested changes from the Board, the agenda was approved.
5. Approval of Minutes. Mr. Snow presented to the Board the minutes of the July 19, 2016 meeting of the Board for approval, whereupon motion duly made by Mr. Roos-Collins, seconded by Mr. Spain and unanimously carried, the minutes were approved as presented.

*10:17 a.m. Thomas Jensen joined the meeting.*

*10:20 a.m. Eric Petersen and Lloyd Lowy joined the meeting.*

6. Resolutions. Upon motion duly made by Mr. Roos-Collins, seconded by Mr. Williams and unanimously carried, the following resolutions to amend the Bylaws of the Corporation were adopted, as amended:

**WHEREAS**, the Board of Directors of the Klamath River Renewal Corporation deems it to be in the best interests of the organization that the following actions be taken by the Directors of this corporation pursuant to this Resolution;

**NOW, THEREFORE, BE IT RESOLVED** that Section 4.6 of Article IV of the Bylaws of this corporation be amended as shown on the black-lined version of this section.

Section 4.6. Fees and Compensation. Non-Directors who are appointed to Board Committees may receive reasonable compensation of up to an amount to be determined by the Board. Reimbursement for expenses

incurred in performance of duties may be fixed or determined by the Board.

**BE IT FURTHER RESOLVED** that the citation in the last sentence of Section 3.2(b) of Article III be corrected from “Part B of Exhibit 2” to “Part B of Exhibit 1.”

**BE IT FURTHER RESOLVED** that all other provisions of the Bylaws as adopted shall remain in effect and the foregoing amendment shall be incorporated into the standing Bylaws of the Klamath River Renewal Corporation.

7. FERC. Mr. Whitman, along with Mr. Burkholder, Mr. Gibson, and Mr. Bonham, provided an update to the Board on the August 10, 2016 introductory meeting between the Corporation, PacifiCorp, and the Federal Energy Regulatory Commission (“FERC”). Mr. Adrian then presented on the status of the License Transfer and License Surrender Applications. There was discussion regarding the timing of and next steps with regard to the filing of the Applications with FERC, as well as the Corporation’s communications strategy surrounding the filing.

Upon motion duly made by Mr. Jensen, seconded by Mr. Williams, and unanimously carried, the Board authorized the Executive Committee of the Board to send correspondence to FERC in tandem with PacifiCorp to notify FERC of the intention to file the License Transfer and License Surrender Applications by September 23, 2016. Ms. George abstained from the vote.

8. Status Updates. Mr. Snow updated the Board on the acquiring of Directors and Officers Insurance, the Expense Reimbursement Policy, and introduced the Board to Mr. Burkholder, KRRC Technical Consultant.

*11:45 p.m. Darcy Wheelles left the meeting.*

*11:55 p.m. Eric Petersen and Lloyd Lowy left the meeting.*

*12:00 p.m. Dennis Lynch, Jennifer Frozema, Sarah Kamman, Dustin Till, and Bob Gravely joined the meeting.*

*12:32 p.m. Darcy Wheelles rejoined the meeting.*

9. PacifiCorp Presentation. Ms. Kamman, Mr. Till, and Mr. Gravely provided an overview of PacifiCorp’s organizational structure and history. There was discussion about the coordinating efforts between PacifiCorp and the Corporation with regard to the filing of the License Transfer and License Surrender Applications to FERC, including scheduling additional meetings with FERC staff and commissioners and a joint communications strategy.

*12:54 p.m. Craig Tucker joined the meeting.*

*1:48 p.m. Sarah Kamman, Dustin Till, Bob Gravely, Anika Marriott, Thomas Gibson, and Joshua Adrian left the meeting.*

10. USGS Presentation. Mr. Lynch presented on the federal science process, plans, and technical findings on the Klamath River dam removal, including a summary of the Detailed Plan of dam removal and costs, reservoir sediment studies, technical findings, environmental compliance, and the next steps for the United States Geological Survey (“USGS”) and Department of Interior.

*2:15 p.m. Eric Petersen and Thomas Gibson rejoined the meeting.*

*2:22 p.m. Chuck Bonham left the meeting.*

*2:45 p.m. Chuck Bonham rejoined the meeting.*

*2:50 p.m. Lloyd Lowy rejoined the meeting.*

*2:52 p.m. Anika Marriott and Joshua Adrian rejoined the meeting.*

*2:58 p.m. Dennis Lynch, Jennifer Frozena, and Thomas Gibson left the meeting.*

11. Review of Operations. Mr. Whitman presented on the status of the Oregon Funding Agreement and Mr. Bonham and Mr. Gibson presented on the status of the California Funding Agreement. There was discussion about the next steps of the Funding Agreements. Upon motion duly made by Mr. Roos-Collins, seconded by Mr. Williams, and unanimously passed, the Board approved the Executive Committee of the Board to sign Funding Agreements in between Board meetings, with the assistance of legal and technical counsel.

Mr. Snow presented on the potential staffing needs of the Corporation. There was discussion of the timeline of tasks moving forward and various skill sets desired in potential hires for the Corporation.

12. New Business. Upon motion duly made by Mr. Roos-Collins, seconded by Mr. Williams, and unanimously carried, the KRRC logo was approved for use by the Corporation.

13. Potential Next Meeting Date(s) and Location. After discussion of dates, the Board approved the next meeting in Sacramento, CA on October 27, 2016. It was decided that the Board would have an interim update meeting the week of September 19, 2016 before the License Transfer and License Surrender Applications are filed with FERC.

Upon motion duly made by Mr. Williams, seconded by Mr. Roos-Collins, and unanimously passed, the Board authorized the Executive Committee of the Board to file the California and Oregon 401 Certification Applications in between Board meetings, with the assistance of legal and technical counsel.

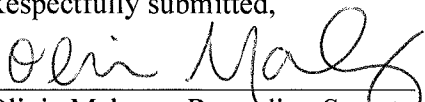
*3:18 p.m. Chuck Bonham left the meeting.*

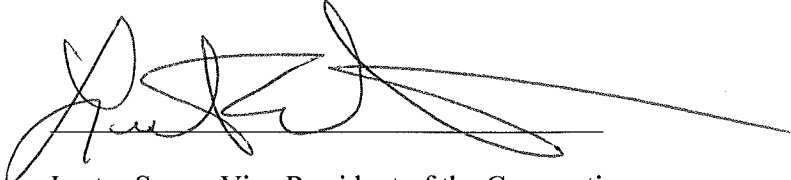
*3:38 p.m. Thomas Gibson rejoined the meeting.*

*3:39 p.m. Eric Petersen and Lloyd Lowy left the meeting.*

14. Adjourn. There being no further business to come before the Board, the meeting was adjourned at 3:51 p.m. Pacific time.

Respectfully submitted,

  
Olivia Mahony, Recording Secretary

  
Lester Snow, Vice President of the Corporation