

**MINUTES OF THE BOARD OF DIRECTORS MEETING OF
KLAMATH RIVER RENEWAL CORPORATION
April 18, 2018**

1. Time and Place. The Board of Directors (“Board”) of Klamath River Renewal Corporation (the “Corporation”) held its Board of Directors meeting via telephone on April 18, 2018 at 9 a.m. Pacific time.
2. Attendance. The following Directors of the Corporation were present:

Board Member	Appointing Authority
Michael Carrier	State of Oregon
Lester Snow	State of California
Jim Root	State of Oregon
Michael Barr	State of California
Ricardo Cano	State of California
Laura Rose Day	American Rivers, California Trout, Northern California Council Federation of Fly Fishers, Sustainable Northwest, Trout Unlimited
Wendy George	Karuk Tribe
Thomas Jensen	Institute for Fisheries Resources and Pacific Coast Federation of Fishermen’s Associations
Theodore Kulongoski	State of Oregon
Leon Szeptycki	State of California
Scott Williams	Yurok Tribe

The following Director of the Corporation was absent:

Board Member	Appointing Authority
Krystyna Wolniakowski	State of Oregon

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

Name	Title and Affiliation
Mark Bransom	Executive Director, Klamath River Renewal Corporation
Seth Gentzler	Vice President, Hydrology and Hydraulics Practice Manager, AECOM
Brian Johnson (Board alternate)	California Director, Trout Unlimited
Lloyd Lowy	Partner, Hawkins, Delafield & Wood LLP
Olivia Mahony	Associate, California Environmental Associates
Kirk Marckwald	Principal, California Environmental Associates
Jason Miner	Natural Resources Policy Manager, Oregon Governor’s Office
Dave Meurer	Community Liaison, Klamath River Renewal Corporation

Brady Moss	Assistant Secretary for Policy, California Natural Resources Agency
Peter Okurowski	Director, California Environmental Associates
Araxi Polony	Administrative Assistant, Klamath River Renewal Corporation
Mark Quehrn	Partner, Perkins Coie LLP
Richard Roos-Collins	Principal, Water and Power Law Group PC
Glen Spain (Board alternate)	Northwest Regional Director, Pacific Coast Federation of Fishermen's Associations and the Institute for Fisheries Resources
Kevin Takei	Staff Counsel, California Department of Fish and Wildlife
Dustin Till	Senior Counsel, Pacific Power, PacifiCorp
Darcy Wheelles	Director, California Environmental Associates
Richard Whitman	Director, Oregon Department of Environmental Quality

3. Call to Order. Mr. Carrier called the meeting to order and acted as Chair thereof, and Ms. Mahony acted as Recording Secretary of the meeting. After a roll call of Directors, Mr. Carrier 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. Upon motion duly made by Mr. Snow and seconded by Mr. Szeptycki, the agenda was unanimously approved.
5. Approval of Minutes. Upon motion duly made by Mr. Williams and seconded by Mr. Cano, the minutes of the February 22, 2018 Board meeting were unanimously approved.
6. Comments from the President and Executive Director. Mr. Carrier welcomed all Board members and guests and then provided an overview of the meeting of the Executive Committee of the Board on April 17, 2018.
7. Regulatory Proceedings Update. Mr. Roos-Collins, Mr. Bransom, and Mr. Quehrn presented on the status of the License Transfer and Surrender applications to the Federal Energy Regulatory Commission (“FERC”), including an overview of the March 15, 2018 FERC Order, the status of the responses to the Additional Information Requests (“AIRs”), the status of the development of the Definite Plan, and discussions with Liability Transfer Corporation (“LTC”). There was further discussion about the regulatory proceedings.
8. Technical Update. Mr. Gentzler and Mr. Bransom provided an update on the City of Yreka water line, solicitations for early procurement activities, risk management, and updated project cost estimate. There was discussion about the early procurement activities, risk management, and project cost estimate.

9. Financial Update. Mr. Bransom provided an update on the fiscal year 2017-2018 budget and an overview of the fiscal year 2018-2019 budgeting process.
10. Communications Update. Mr. Meurer provided an overview of recent outreach meetings. Mr. Kulongoski and Ms. Wheelles presented the Lucas Public Affairs communications strategy. There was further discussion about the communications strategy.
11. Board Approval for Program and Budgetary Considerations.
 - a. Procurement Update. Mr. Bransom provided an overview of the procurement activities of the Corporation and work packaging options. He then presented the staff recommendation to proceed with procurement of the dam removal construction contract with a progressive-design build model. There was discussion about this recommendation.
 - b. Approval of Proposed Project Delivery Method. Upon motion duly made by Mr. Root, seconded by Mr. Williams, and unanimously carried, the Board adopted the staff recommendation to proceed with the procurement of the dam removal construction contract package with a progressive design build-model, subject to potential refinement upon further conversations with LTC.
 - c. Approval to Negotiate and Contract with Selected Firm for Phase I of Property Survey and Title Work. Upon motion duly made by Mr. Barr, seconded by Mr. Snow, and further discussion, the following resolution was unanimously carried:

WHEREAS, the Board has considered its requirements for title and survey work in connection with its proposed acquisition of real property currently owned by PacifiCorp pursuant to the Klamath Hydroelectric Settlement Agreement, as amended (the “KHSA”); and

WHEREAS, KRRC has issued its Request For Proposals for Land Survey, Title Search and Related Searches, dated December 7, 2017 (the “RFP”); and

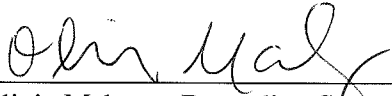
WHEREAS, a team led by KPFF Consulting Engineers (the “KPFF Team”) has responded to the RFP with a proposal that the Board has determined to be most advantageous to KRRC;

RESOLVED: that the Board of Directors of the Klamath River Renewal Corporation approves the retention of the KPFF Team for title and survey work, subject to the negotiation of agreements for such work substantially in accordance with the KPFF Team’s proposal in response to the RFP and otherwise acceptable to the Executive Director, provided that KRRC’s commitment under such agreements shall be initially limited to the Phase 1 work as described in the RFP, and that authorization of the Phase 2 work shall be subject to the further approval of the Board of Directors to the extent

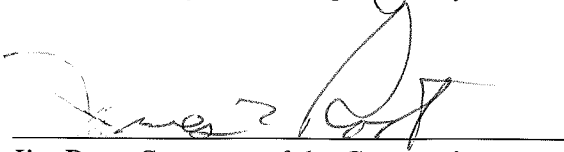
required by KRRC's policies on contract approvals, and that the Executive Director is authorized to negotiate, execute and deliver such agreements on behalf of KRRC.

- d. Framework for upcoming Election of Officers. Mr. Carrier provided an overview of the proposed framework for the Election of Officers of the Corporation. It was decided that elections of Officers would occur at the May 15, 2018 Board meeting.
12. Update on the 2018 Work Program and Schedule of Board Activities. Mr. Bransom provided an update to KRRC's 2018 Work Program, including external and internal activities and Board engagement in these activities.
13. Upcoming Meeting Dates and Location. Mr. Bransom presented the 2018 Board meeting dates and proposed locations.
14. Adjourn. There being no further business to come before the Board, upon motion duly made by Mr. Spain, seconded by Mr. Snow, and unanimously carried, the meeting was adjourned at 11:30 a.m. Pacific time.

Respectfully submitted,



Olivia Mahony, Recording Secretary



Jim Root, Secretary of the Corporation