

**MINUTES OF THE BOARD OF DIRECTORS MEETING OF
KLAMATH RIVER RENEWAL CORPORATION
November 14, 2018**

1. Time and Place. The Board of Directors (“Board”) of Klamath River Renewal Corporation (the “Corporation”) held its Board of Directors meeting on November 14, 2018 at 10:00 a.m. Pacific Time in Portland, OR.
2. Attendance. The following Directors of the Corporation were present:

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

No members of the Board were absent.

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

| Name | Title and Affiliation |
|-------------------------|---|
| Scott Bolton | Senior Vice President, External Affairs and Customer Solutions, Pacific Power |
| Mark Bransom | Chief Executive Officer, Klamath River Renewal Corporation |
| Molly Croll (via phone) | Senior Associate, California Environmental Associates |
| Jenny Ericson | Field Supervisor, U.S. Fish and Wildlife Service |
| Jennifer Frozena | General Attorney, Office of the Solicitor, U.S. Department of the Interior |

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| Seth Gentzler (via phone) | Vice President, Hydrology and Hydraulics Practice Manager, AECOM |
| Thomas Gibson | Deputy Secretary and General Counsel, California Natural Resources Agency |
| Terri Gilmore | Special Assistant, Klamath Basin Area Office, U.S. Department of the Interior, Bureau of Reclamation |
| Laura Hazlett | Chief Operating Officer/Chief Financial Officer, Klamath River Renewal Corporation |
| Janet Holland (via phone) | Partner, Squar Milner |
| Curtis Knight (Board alternate) | Executive Director, California Trout |
| Olivia Mahony | Associate, California Environmental Associates |
| Anika Marriott | Assistant Attorney General, Oregon Department of Justice |
| Dave Meurer | Community Liaison, Klamath River Renewal Corporation |
| Brady Moss | Assistant Secretary for Policy, California Natural Resources Agency |
| Kristin Peer | Assistant General Counsel, California Environmental Protection Agency |
| Eric Petersen (via phone) | Partner, Hawkins Delafield & Wood PC |
| Araxi Polony (via phone) | Administrative Assistant, Klamath River Renewal Corporation |
| Steve Rothert (Board alternate) (via phone) | California Regional Director, American Rivers |
| 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 |
| Dustin Till | Senior Counsel, Pacific Power, PacifiCorp |
| Richard Whitman | Director, Oregon Department of Environmental Quality |

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. After a roll call of Directors, 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. Upon motion duly made by Mr. Barr and seconded by Mr. Carrier, the agenda of the meeting was unanimously approved.
5. Approval of July 23, 2018 Minutes. Upon motion duly made by Mr. Carrier and seconded by Mr. Spain, the July 23, 2018 Board meeting minutes were unanimously approved.

6. Introduction of Nancy Vogel, Governor Jerry Brown Appointee to the Klamath River Renewal Corporation Board of Directors. Ms. Vogel, newly-appointed Director, introduced herself to the Board and guests.
7. Report from the CEO. Mr. Bransom provided an overview of work and accomplishments of the Corporation since the July 23, 2018 Board meeting. There was discussion about the work of the Corporation.
8. Comments from PacifiCorp and State and Federal Partners. Mr. Snow introduced guests of the meeting. PacifiCorp, State agency, and Federal agency guests provided introductory comments to the Board.
9. Report(s) from the Board Committee(s). Mr. Snow provided an update on the work of the Executive Committee.
10. Audit Committee Update. Mr. Williams provided an update on the work of the Audit Committee. Ms. Holland presented the independent auditor's report. There was discussion about the 2018 annual audit and Oregon Public Utility Commission ("OPUC") audit.
 - a. Upon motion duly made by Mr. Carrier, seconded by Mr. Barr and after further discussion, the Board unanimously approved the audit management letter and delegated to the Executive Committee the approval of the Corporation's response to the OPUC management letter.
11. Finance Committee Update. Mr. Szeptycki presented on the work of the Finance Committee. Ms. Hazlett presented the financials of the Corporation.
 - a. Upon motion duly made by Mr. Szeptycki and seconded by Mr. Root, the Board unanimously approved the December 2018 disbursement request.
12. Regulatory Proceedings. Mr. Roos-Collins presented on regulatory proceedings of the Corporation. There was discussion about the independent Board of Consultants ("BOC") process, Cultural Resources Working Group, California draft Environmental Impact Report, draft Clean Water Act Section 404 application, and draft Biological Opinion. There was discussion about the independent BOC process and regulatory proceeding timelines.
13. Procurement Update. Mr. Root provided an update on the work of the Procurement Advisory Committee. Mr. Gentzler presented on the dam removal contractor request for qualifications ("RFQ") and request for proposals ("RFP") processes, and further procurement work of the Corporation. There was discussion about the dam removal contractor procurement process and timeline of procurements.
14. Communications Strategic Plan Implementation. Mr. Kulongoski, Mr. Meurer, and Ms. Croll presented the communications and external affairs work of the Corporation,


including an overview of recent outreach meetings and the implementation work of the communications strategy.

15. 2019 Work Program. Mr. Snow presented the Corporation's 2019 work program and there was discussion about the format of and information needed in the work program moving forward.
16. 2019 Board Meetings. Mr. Snow presented the list of 2019 Board of Directors meetings and potential discussion topics at each meeting.
17. Executive Session. Upon motion duly made by Mr. Carrier, seconded by Mr. Szeptycki, and unanimously carried, the Board moved into Executive Session to discuss personnel and legal matters.
18. Adjourn. There being no further business to come before the Board, upon motion duly made by Mr. Szeptycki, seconded by Mr. Barr, and unanimously carried, the meeting was adjourned at 4:45 p.m. Pacific time.

Respectfully submitted,



Olivia Mahony, Recording Secretary



Leon Szeptycki, Secretary of the Corporation