



Board Agenda

Tuesday, Dec. 12, 2023
LCRA General Office Complex
Board Room – Hancock Building
3700 Lake Austin Blvd.
Austin, TX 78703
Earliest start time: 2 p.m.

Items From the Chair

- 1. Comments From the Public 3

Items From the General Manager

General Manager’s Update

Consent Items

- 2. Appointment of Directors to LCRA Retirement Benefits Board of Trustees 5
- 3. Appointment of Directors to GenTex Power Corporation Board 6
- 4. Annual Appointment of Independent Auditor 8
- 5. Directors’ Attendance at Seminars, Conferences in 2024 9
- 6. Resolution and Amendment No. Seven to the Lower Colorado River Authority 401(k) Plan 11
- *7. Conveyance of Pipeline Easements in Matagorda County 15
- *8. Conveyance of Access Easement in Matagorda County 21
- *9. Conveyance of Easement in Matagorda County 24
- 10. Minutes of Prior Meeting 27

***This agenda item requires the approval of at least 12 members of the Board.**

Executive Session

- 1. Competitive Electric Matters
- 2. Litigation Update
- 3. Cybersecurity Briefing

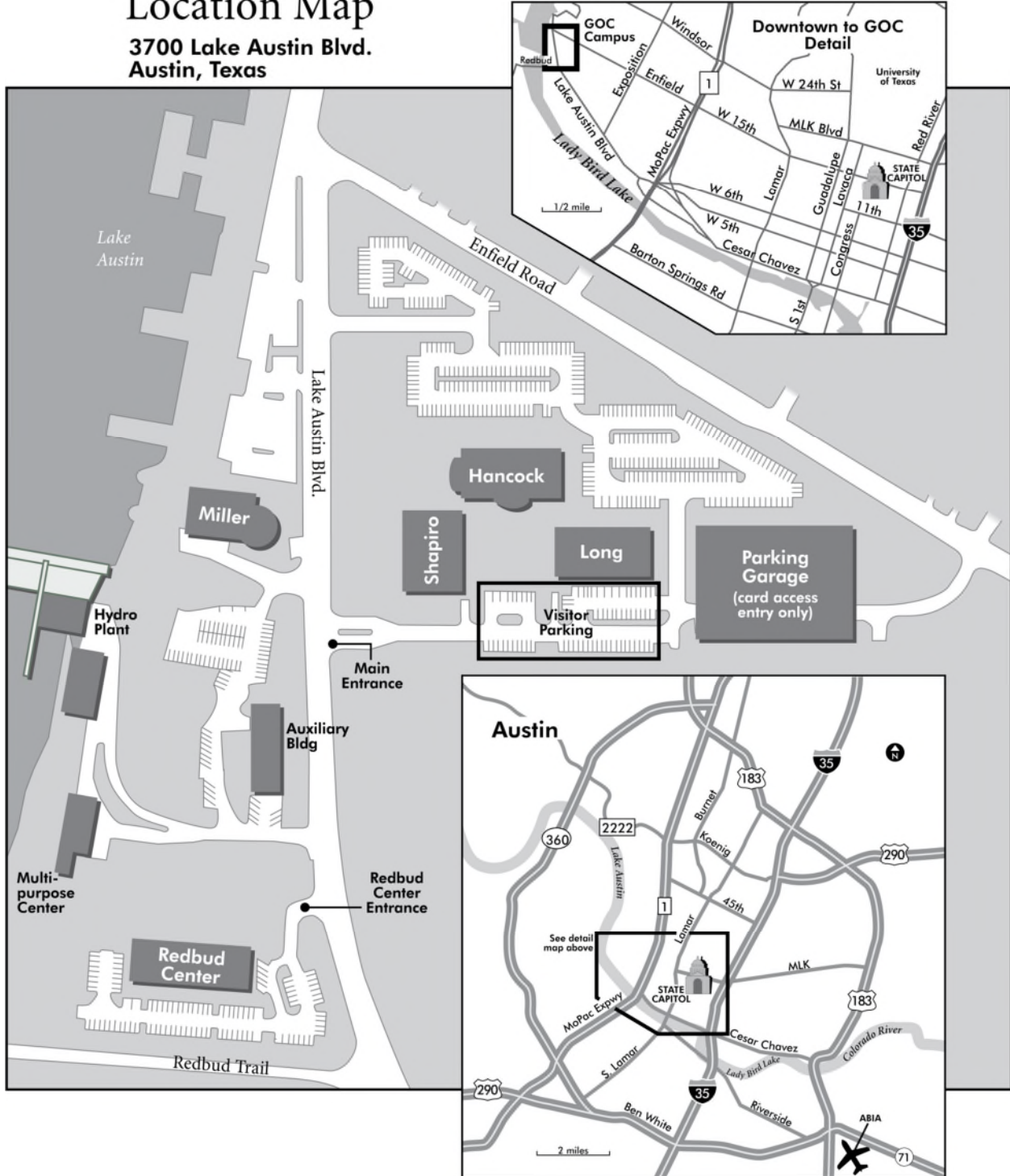
The Board also may go into executive session on any item listed above, pursuant to Chapter 551 of the Texas Government Code, including, but not limited to, sections 551.071, 551.072, 551.074, 551.076, 551.086, 551.089 and 418.183(f) of the Texas Government Code.

Legal Notice

Legal notices are available on the Texas secretary of state website 72 hours prior to the meeting at the following link: <https://www.sos.texas.gov/open/index.shtml>

LCRA General Office Complex Location Map

3700 Lake Austin Blvd.
Austin, Texas



FOR DISCUSSION

1. Comments From the Public

Summary

This part of the meeting is intended for comments from the public on topics under LCRA's jurisdiction but not related to an item on the Board of Directors agenda. No responses or action may be taken by the Board during public comments.

In order to address the Board, a member of the public is required to sign and complete the registration form at the entrance to the meeting room. Please see the Protocols for Public Communication at Board and Committee Meetings as shown in Exhibit A for details.

Any member of the public wishing to comment on an item listed on this agenda will be called to make comments at the appropriate time.

Exhibit(s)

A – Protocols for Public Communication at Board and Committee Meetings

EXHIBIT A

PROTOCOLS FOR PUBLIC COMMUNICATION AT BOARD AND COMMITTEE MEETINGS

Approved by the LCRA Board of Directors on Dec. 11, 2018

- 1. Oral Presentations on Issues Under LCRA's Jurisdiction.** Any person wishing to make an oral presentation at a Board meeting on any matter under LCRA's jurisdiction must complete a registration form that indicates the agenda item or other topic on which they wish to comment, along with the speaker's name, address and other relevant information. Any person making an oral presentation to the Board may distribute related materials to the Board at the meeting.
- 2. Time Allocation.** The presiding officer may limit the length of time for each speaker. Speakers may not trade or donate time to other speakers without permission from the presiding officer, and repetitive testimony shall be minimized.
- 3. Rules of Decorum.** Speakers and members of the audience must avoid disruptive behavior that interferes with the orderly conduct of a public meeting. Placards, banners, and hand-held signs are not allowed in Board or committee meetings, and speakers and members of the audience must avoid personal affronts, profanity, booing, excessive noise, and other disruptive conduct. The presiding officer may direct that anyone who disrupts a meeting be removed from the room.
- 4. Recording.** Any person making an audio or video recording of all or any part of a Board meeting must do so in a manner that is not disruptive to the meeting. During a meeting, members of the public must remain in or behind the public seating area and are not permitted to record from any other area of the meeting room.
- 5. Committee Meetings.** The protocols outlined in 1-4 above also apply to members of the public wishing to address any LCRA Board committee whose membership comprises the entirety of the LCRA Board on matters within the scope of each of those committees.

FOR ACTION (CONSENT)

2. Appointment of Directors to LCRA Retirement Benefits Board of Trustees

Proposed Motion

Reappoint Michael L. “Mike” Allen and Stephen F. Cooper to serve on the LCRA Retirement Benefits Board of Trustees for a term ending Dec. 31, 2026.

Board Consideration

The plan document governing LCRA’s retirement plans provides that a seven-member board of trustees will administer the plans. The LCRA Board of Directors shall appoint two LCRA Board members to serve three-year terms on the board of trustees for LCRA’s retirement plans.

Budget Status and Fiscal Impact

Approval of this item will have no budgetary or fiscal impact.

Summary

In January 2021, the LCRA Board appointed Michael L. “Mike” Allen to serve on the LCRA Retirement Benefits Board of Trustees for a three-year term that will expire Dec. 31, 2023. In November 2021, the LCRA Board appointed Stephen F. Cooper to serve on the LCRA Retirement Benefits Board of Trustees for a three-year term that will expire Dec. 31, 2023. Because both their terms expire on Dec. 31, 2023, the LCRA Board needs reappoint two directors to serve on the board of trustees for a term that expires Dec. 31, 2026.

FOR ACTION (CONSENT)

3. Appointment of Directors to GenTex Power Corporation Board

Proposed Motion

Appoint or reappoint directors to the GenTex Power Corporation Board of Directors to serve as follows:

- Two LCRA non-officer directors to serve one-year terms expiring Dec. 31, 2024.
- Four customer directors to serve two-year terms expiring Dec. 31, 2024.

Board Consideration

Section 2.01 of the GenTex bylaws requires the LCRA Board of Directors to appoint directors to the GenTex Board.

Budget Status and Fiscal Impact

Approval of this item will have no budgetary or fiscal impact.

Summary

Pursuant to the GenTex bylaws, the GenTex Board is composed of nine directors, including five LCRA directors and four directors representing LCRA's wholesale electric customers as follows:

- The LCRA Board chair, vice chair and secretary (officers), who automatically serve on the GenTex Board during their terms as officers of the LCRA Board.
- Two LCRA non-officer directors, including one who must be from a county other than the 10 counties in LCRA's statutory district, who serve one-year terms beginning Jan. 1 of each year.
- Two directors representing electric cooperative customers and two representing municipal customers who serve two-year terms beginning Jan. 1 of odd-numbered years.

The non-officer and customer representative directors' terms have expired, although directors continue to serve until successors are appointed. The LCRA Board now needs to appoint or reappoint two LCRA non-officer directors and four directors representing LCRA's wholesale electric customers to serve on the GenTex Board. Each appointment is effective immediately.

Exhibit(s)

A – Recommendation of Directors to GenTex Power Corporation Board

EXHIBIT A

Recommendation of Directors to GenTex Power Corporation Board

Robert “Bobby” Lewis	LCRA non-officer director
Michael L. “Mike” Allen	LCRA non-officer director from electric service area
Matt Bentke	Bluebonnet Electric Cooperative general manager/CEO
Wayne Berger	Cuero city manager
Robert Lindsey III	Goldthwaite city manager
David Thompson	Pedernales Electric Cooperative CEO

FOR ACTION (CONSENT)

4. Annual Appointment of Independent Auditor

Proposed Motion

Appoint Baker Tilly US, LLP, as LCRA's independent auditor to perform the external audits of the fiscal year 2024 financial statements of LCRA and its nonprofit corporations.

Board Consideration

LCRA Board Policy 221 – Auditors states that the LCRA Board of Directors will evaluate and appoint the independent auditor annually.

Budget Status and Fiscal Impact

Audit fees are included in the appropriate fiscal year budgets.

Summary

The Audit and Risk Committee at its Nov. 14 meeting received a recommendation from the chief financial officer to appoint Baker Tilly as LCRA's independent auditor to perform external audits of the FY 2024 financial statements of LCRA and its nonprofit corporations. The Audit and Risk Committee voted unanimously to recommend the approval of Baker Tilly for the FY 2024 audits.

FOR ACTION (CONSENT)

5. Directors' Attendance at Seminars, Conferences in 2024

Proposed Motion

Approve directors' attendance at seminars or conferences for calendar year 2024.

Board Consideration

LCRA Board Policy 105 – Directors' Fees and Expense Reimbursement and the LCRA bylaws require approval for directors' attendance at seminars and conferences.

Budget Status and Fiscal Impact

The budget in the business plan provides for travel to seminars and conferences by members of the Board of Directors.

Summary

LCRA Board Policy 105 establishes guidelines for the payment of fees and reimbursement of the expenses directors incur as they carry out their responsibilities as LCRA Board members.

Section 2.08 of the LCRA bylaws provides that per diem and expenses shall be paid to members of the Board who attend association meetings, conventions and conferences directly related to LCRA business, provided such attendance is authorized by prior resolution of the Board.

Exhibit(s)

A – 2024 Annual Conferences and Travel for Board Approval

EXHIBIT A

**2024 ANNUAL CONFERENCES AND TRAVEL
FOR BOARD APPROVAL**

Feb. 22-23	Changing Face of Water Rights Law Course; San Antonio
Feb. 28- March 1	Texas Land Conservation Conference; Austin
March 3-6	National Rural Electric Cooperatives Association PowerXChange; San Antonio
March 6-8	Texas Water Conservation Association Annual Convention; Bastrop
June 12-14	Texas Water Conservation Association Summer Conference; Arlington
Aug. 4-7	Texas Electric Cooperatives Annual Meeting; San Antonio
Oct. 2	Texas Conference for Women; Austin
Oct. 6-9	National Association of Corporate Directors – Global Board Leaders’ Summit; Washington D.C. area
Oct. 23-25	Texas Water Conservation Association Fall Conference; San Antonio
Dec. 10-12	National Groundwater Association Week; Las Vegas, Nevada
TBD	National Association of Corporate Directors Texas TriCities; Austin-Houston-San Antonio Chapter Meetings

FOR ACTION (CONSENT)

6. Resolution and Amendment No. Seven to the Lower Colorado River Authority 401(k) Plan

Proposed Motion

Approve and authorize the Board of Directors chair or his designee to execute Amendment No. Seven to the Lower Colorado River Authority 401(k) Plan (401(k) Plan).

Board Consideration

The 401(k) Plan requires Board approval of any changes to its design or benefits, such as the proposed amendment.

Budget Status and Fiscal Impact

The 401(k) Plan amendments are within the approved budget allocated for benefit costs in the fiscal year 2024 business plan.

Summary

The 401(k) Plan is a qualified plan, which means the Internal Revenue Service has approved the plan as meeting certain requirements enabling employees to defer taxation of their benefit until it is received. The 401(k) Plan enables LCRA employees, as defined in the 401(k) Plan, to contribute to their retirement benefits. LCRA makes contributions on behalf of employees participating in the 401(k) Plan.

The proposed 401(k) Plan Amendment No. Seven (a) authorizes the application of matching contributions to the student loan benefit in accordance with recent legislation applicable to such benefit, and to make such other changes as are deemed appropriate. The proposed Amendment No. Seven to the 401(k) Plan will be effective on Jan. 1, 2024.

Exhibit(s)

A – Amendment No. Seven to Lower Colorado River Authority 401(k) Plan

EXHIBIT A

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

KNOW ALL MEN BY THESE PRESENTS:

AMENDMENT NO. SEVEN

TO

LOWER COLORADO RIVER AUTHORITY

401(k) PLAN

WHEREAS, the Lower Colorado River Authority (the "Authority") maintains the Lower Colorado River Authority 401(k) Plan (the "Plan") for the exclusive benefit of eligible employees and their beneficiaries, which Plan was effective April 1, 1984, and subsequently amended and restated effective April 1, 1994, April 1, 2001, June 1, 2010, and January 1, 2014, and as subsequently amended thereafter;

WHEREAS, the Board of Directors of the Authority (the "Board of Directors") is authorized to amend the Plan to the extent deemed advisable;

WHEREAS, the Authority desires to amend the Plan to apply matching contributions to the student loan benefit in accordance with recent legislation applicable to such benefit, and to make such other changes as are deemed appropriate;

NOW, THEREFORE, the Plan is hereby amended effective January 1, 2024, as follows:

- (1) Article II, Section 2.38, is hereby amended in its entirety, to read as follows:

"Section 2.38 Student Loan. A 'qualified education loan', as such term is defined in Section 221(d)(1) of the Code incurred by a Participant to pay 'qualified higher education expenses', as such term is defined in Section 401(m)(4)(D) of the Code."

- (2) Article II, Section 2.39, is hereby amended in its entirety, to read as follows:

"Section 2.39 Qualified Student Loan Payment. The amount paid by a Participant during the Plan Year to reduce the indebtedness under such Participant's Student Loan that meets the requirements of Section 401(m)(4)(D) of the Code."

(3) Article II, Section 2.40, is hereby amended in its entirety, to read as follows:

"Section 2.40 Student Loan Contribution Account. The portion of the Trust assets, valued pursuant to Section 5.2 hereof, attributable to student loan contributions made on behalf of a Participant under the provisions of the Plan prior to January 1, 2024."

(4) Article IV, Section 4.2, is hereby amended in its entirety, to read as follows:

"Section 4.2 Matching Contributions. For each payroll period during the Plan Year, the Employer shall make a contribution on behalf of each Participant equal to a specified percentage of Compensation that the Participant has elected to have contributed to the Plan as a 401(k) Contribution and/or Roth Deferral Contribution during such payroll period. The percentage of Compensation contributed on behalf of Participants who were employed prior to January 1, 2002 and who elected to participate in the cash balance feature of the Lower Colorado River Authority Retirement Plan and Trust and on behalf of all Participants employed or reemployed on or after January 1, 2002 shall be 100% of the first 4% of Compensation and 50% of the next 2% of Compensation which the Participant has elected to have contributed to the Plan as a 401(k) Contribution or a Roth Deferral Contribution. The percentage of Compensation contributed on behalf of Participants who were employed prior to January 1, 2002 and who did not elect to participate in the cash balance feature of the Lower Colorado River Authority Retirement Plan and Trust shall be 25% of the first 4% of Compensation which the Participant has elected to have contributed to the Plan as a 401(k) Contribution or a Roth Deferral Contribution. The percentage of Compensation contributed on behalf of Participants who are employed on or after May 1, 2012 shall be 100% of the first 8% of Compensation which the Participant has elected to have contributed to the Plan as a 401(k) Contribution or a Roth Deferral Contribution. The Employer will contribute an additional Matching Contribution on behalf of each Participant who is employed on the last day of such Plan Year and each Participant whose employment terminated during such Plan Year due to Retirement and with respect to whom the difference between the percentage of Compensation contributed as a Matching Contribution during each payroll period and the percentage of Compensation that would have been contributed when considering the total percentage of Compensation contributed by such Participant during the Plan Year is greater than \$1.00. The Employer will make such additional Matching Contribution following the end of the Plan Year for those eligible Participants who are employed on the last day of the Plan Year and as soon as practicable following an eligible Participant's Retirement during the Plan Year. In addition, for each Participant who has elected to make a Qualified Student Loan Payment for such Plan Year pursuant to Section 4.9 hereof, the Employer will, following the end of such Plan Year and upon verification in the manner determined by the Authority, contribute a Matching Contribution with respect to such Qualified Student Loan Payment equal to the specified percentage of Compensation to which the Participant is entitled, as described above, but reduced for any Matching Contributions attributable to 401(k) Contributions and/or Roth Deferral Contributions such Participant has contributed to the Plan during the applicable Plan Year."

(5) Article IV, Section 4.9, is hereby amended in its entirety, to read as follows:

"Section 4.9 Qualified Student Loan Payment. Each Participant who is repaying a Student Loan may elect to make a Qualified Student Loan Payment in lieu of all or a portion of the 401(k) Contributions and/or Roth Deferral Contributions the Participant is otherwise eligible to make under the Plan for such Plan Year. Each eligible Participant who desires to make a Qualified Student Loan Payment may make such election at the time, and in the manner specified by the Authority. Following the end of the Plan Year, within the time period established by the Employer, the Participant shall provide documentation satisfactory to the Authority that the Qualified Student Loan Payment was timely made during such applicable Plan Year. Upon approval of such documentation by the Authority, the Employer will contribute the Matching Contribution to which the Participant is entitled under Section 4.2. The amount of a Qualified Student Loan Payment shall not exceed the applicable dollar amount for such year as provided in Section 402(g) of the Code, as adjusted for increases in the cost of living pursuant to Section 402(g)(4) of the Code."

IN WITNESS WHEREOF, on this _____ day of _____, 2023, this Amendment No. Seven to the Plan, effective as of the date specified herein, has been properly authorized and adopted by the Board of Directors of the Authority.

LOWER COLORADO RIVER AUTHORITY

By: _____
Timothy T. Timmerman
Chair, LCRA Board of Directors

ATTEST:

Leigh Sebastian
Assistant Secretary, LCRA Board of Directors

FOR ACTION (CONSENT)

7. Conveyance of Pipeline Easements in Matagorda County

Proposed Motion

Authorize the general manager or his designee to convey four pipeline easements, including a 0.08-acre easement, a 0.1-acre easement, a 0.15-acre easement and a 0.17-acre easement across LCRA-owned irrigation canals in the Gulf Coast Agricultural Division in Matagorda County to BANGL, LLC.

Board Consideration

Section 8503.020(b) of the Texas Special District Local Laws Code requires the approval of at least 12 members of the LCRA Board of Directors to convey any interest in real property. LCRA Board Policy 401 – Land Resources requires the approval of the LCRA Board to convey easements across LCRA land.

Budget Status and Fiscal Impact

The fiscal year 2024 business plan contains the administrative costs associated with the conveyance of these easements. The proceeds of \$20,000 will be credited to the LCRA Strategic Reserve Fund.

Summary

BANGL, LLC is constructing a 20-inch natural gas liquids pipeline in Matagorda County and has asked LCRA to convey easements allowing the pipeline to cross LCRA-owned canals. The canals are part of the Gulf Coast Agricultural Division's canal system.

LCRA staff reviewed the available market data and determined that \$20,000 is at or above the market value of the easements to be conveyed. BANGL, LLC is working with LCRA to approve construction plans.

LCRA staff will complete environmental and cultural resource due diligence assessments in accordance with Board Policy 401.403 – Land Disposition before the conveyance of the easements.

Exhibit(s)

- A – Vicinity Map
- B – Site Maps

EXHIBIT A

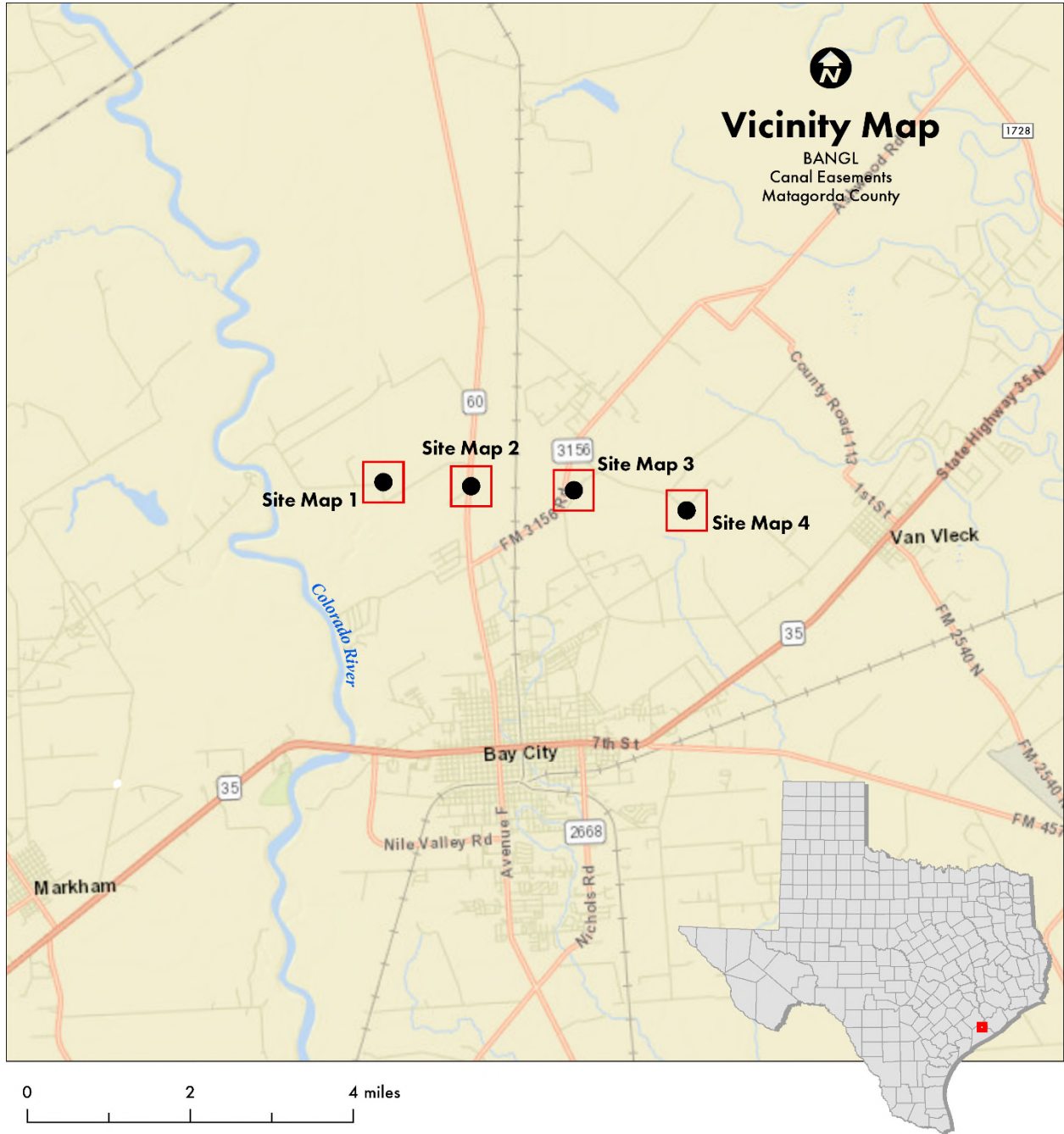


EXHIBIT B



Site Map 2

BANGL
Canal Easements
Matagorda County



Canal Crossing #2
0.10 Acres

State Highway 60

Walker Rd

LCRA Irrigation Canal

0 400 800 Feet



Site Map 3

BANGL
Canal Easements
Matagorda County



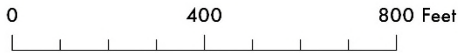
0 400 800 Feet





Site Map 4
BANGL
Canal Easements
Matagorda County

Canal Crossing #4
0.17 Acres



FOR ACTION (CONSENT)

8. Conveyance of Access Easement in Matagorda County

Proposed Motion

Authorize the general manager or his designee to grant a 0.25-acre access easement across an LCRA-owned irrigation canal in the Gulf Coast Agricultural Division in Matagorda County to the adjoining landowner.

Board Consideration

Section 8503.020(b) of the Texas Special District Local Laws Code requires the approval of at least 12 members of the LCRA Board of Directors to convey any interest in real property. LCRA Board Policy 401 – Land Resources requires the approval of the LCRA Board to convey easements across LCRA land.

Budget Status and Fiscal Impact

The fiscal year 2024 business plan contains the administrative costs associated with the conveyance of these easements. The proceeds of \$5,000 will be credited to the LCRA Strategic Reserve Fund.

Summary

The landowner, Wayne K. Hite, et al, owns property adjacent to an LCRA-owned canal in Matagorda County. The landowner asked LCRA to convey an easement allowing three culvert pipes to be installed for an access road crossing. The Lane City Canal is part of the Gulf Coast Agricultural Division's canal system.

LCRA staff reviewed the available market data and determined that \$5,000 is at or above the market value of the easement to be conveyed. Wayne K. Hite, et al, is working with LCRA to approve construction plans.

LCRA staff will complete and document environmental and cultural due diligence assessments in accordance with Board Policy 401.403 – Land Disposition before the conveyance of the easement.

Exhibit(s)

- A – Vicinity Map
- B – Site Map

EXHIBIT B



9. Conveyance of Easement in Matagorda County

Proposed Motion

Authorize the general manager or his designee to grant a 0.0565-acre easement across a portion of the LCRA-owned Celanese Canal in Matagorda County to Roehm America, LLC for two pipelines and one electric line.

Board Consideration

Section 8503.020(b) of the Texas Special District Local Laws Code requires the approval of at least 12 members of the LCRA Board of Directors to convey any interest in real property. LCRA Board Policy 401 – Land Resources requires the approval of the LCRA Board to convey easements across LCRA land.

Budget Status and Fiscal Impact

The fiscal year 2024 business plan contains the administrative costs associated with the sale of this easement. The proceeds of \$5,000 will be credited to the LCRA Strategic Fund.

Summary

Roehm America, LLC, is constructing a methyl methacrylate plant in Matagorda County. The new facility will be constructed by Roehm America, LLC at OQ Chemicals' production site in Bay City. Development of the MMA plant requires crossing of the LCRA-owned Celanese canal with two pipelines and one electric line. The canal is part of the Gulf Coast Agricultural Division's canal system.

LCRA staff reviewed the available market data and determined that \$5,000 is at or above the market value of the easement to be conveyed. Roehm America, LLC, is working with LCRA to approve construction plans.

LCRA staff will complete environmental and cultural resource due diligence assessments in accordance with Board Policy 401.403 – Land Disposition before the conveyance of the easement.

Exhibit(s)

- A – Vicinity Map
- B – Site Map

EXHIBIT A

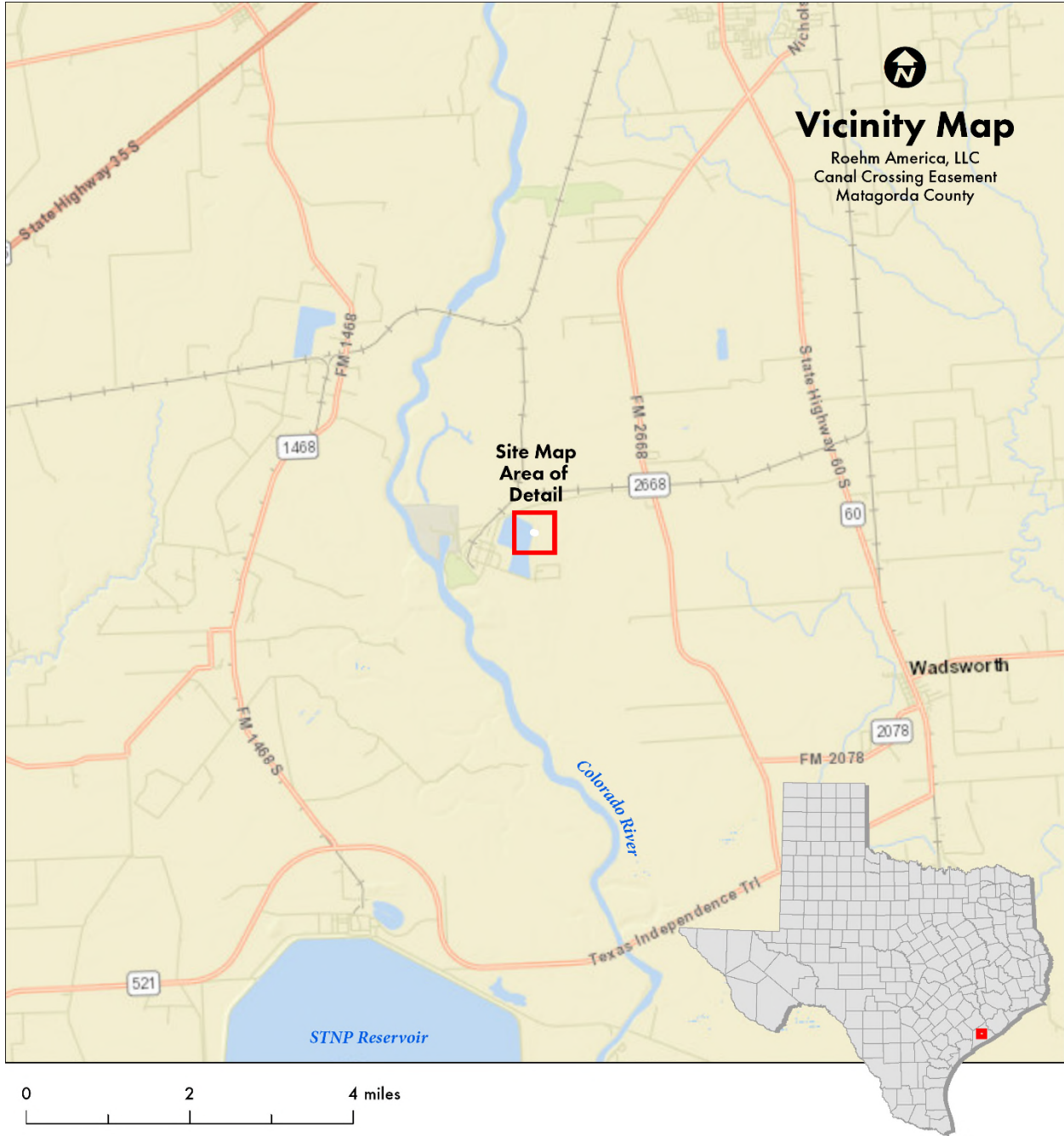


EXHIBIT B



FOR ACTION (CONSENT)

10. Minutes of Prior Meeting

Proposed Motion

Approve the minutes of the Nov. 15, 2023, meeting.

Board Consideration

Section 2.04 of the LCRA bylaws requires the secretary to keep minutes of all meetings of the Board of Directors.

Budget Status and Fiscal Impact

Approval of this item will have no budgetary or fiscal impact.

Summary

Staff presents the minutes of each meeting to the Board for approval.

Exhibit(s)

A – Minutes of Nov. 15, 2023, meeting

EXHIBIT A

Minutes Digest
Nov. 15, 2023

- 23-54 Approval of a resolution honoring Jimmie Nance, LCRA retiree.
- 23-55 Approval of a resolution honoring Laura D. Figueroa for her service on the LCRA Board of Directors.
- 23-56 Approval of a resolution honoring Raymond A. “Ray” Gill Jr. for his service on the LCRA Board of Directors.
- 23-57 Declaration of an approximately 0.0463-acre tract of land and an approximately 0.1798-acre tract of land, both being portions of LCRA Parcel BW-05 in Llano County, nonessential, and authorization for the general manager or his designee to sell the properties to the adjoining landowner.
- 23-58 Appointment of Wayne Berger to serve on the GenTex Power Corporation Board of Directors replacing Kevin Coleman.
- 23-59 Appointment of Margaret “Meg” Voelter to serve on the Board of Trustees for the Friends of the Colorado River Endowment.
- 23-60 Approval of amendments to LCRA Board Policy 105.201 – Directors’ Fees and Expense Reimbursement and LCRA Bylaws Section 2.08 – Per Diem and Expenses.
- 23-61 Approval [reapproval with no changes] of LCRA Board Policy 603 – Energy Transactions (except for Appendix A).
- 23-62 Approval of directors’ fees and expense reimbursements.
- 23-63 Approval of the minutes of the Sept. 20, 2023, meeting.
- 23-64 Authorization for the general manager or his designee to negotiate and execute the following contracts and contract changes: Contract No. 6389 (Aveva Software LLC.); Contract No. 6409 (Siemens Energy Inc.); Contract No. 6401(Crescent Power Systems); Contract No. 6410 (Virginia Transformer Corporation); Contract No. 4925 (United Healthcare Insurance Company); Contract No. 6056 (Doggett Freightliner of South Texas, LLC.); Contract No. 5894 (KBS Electrical Distributors Inc.); Contract No. 5441 (Hitachi Energy USA Inc.); Contract No. 5539 (Siemens Energy Inc.); Contract No. 5839 (Hyundai Electric America Corporation); and Contract No. 5838 (Delta Star, Inc).

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
LOWER COLORADO RIVER AUTHORITY
Austin, Texas
Nov. 15, 2023

Pursuant to notice posted in accordance with the Texas Open Meetings Act, the Board of Directors (Board) of the Lower Colorado River Authority (LCRA) convened in a regular meeting at 10:04 a.m. Wednesday, Nov. 15, 2023, in the Board Room of the Hancock Building, at the principal office of LCRA, 3700 Lake Austin Blvd., Austin, Travis County, Texas. The following directors were present, constituting a quorum:

Timothy Timmerman, Chair
Joseph M. "Joe" Crane, Secretary
Michael L. "Mike" Allen
Matthew L. "Matt" Arthur
Melissa K. Blanding
Carol Freeman
Robert "Bobby" Lewis
Thomas Michael Martine
Margaret D. "Meg" Voelter
Martha Leigh M. Whitten
David R. Willmann
Nancy Eckert Yeary

Absent: Stephen F. Cooper, Vice Chair
Thomas L. "Tom" Kelley
Hatch C. Smith Jr.

Chair Timmerman convened the meeting at 10:04 a.m. and led the Board in pledges of allegiance to the American and Texas flags. Director Whitten provided an invocation.

23-54 General Manager Phil Wilson presented for consideration a staff recommendation that the Board approve a resolution [attached hereto as Exhibit A] honoring Jimmie Nance for his service to LCRA. Upon motion by Director Martine, seconded by Director Crane, the recommendation was unanimously approved by a vote of 11 to 0. [Director Yeary joined the meeting at 10:12 a.m.]

23-55 General Manager Phil Wilson presented for consideration a recommendation that the Board approve a resolution [attached hereto as Exhibit B] honoring Laura D. Figueroa for her service on the LCRA Board of Directors. Upon motion by Director Martine, seconded by Director Whitten, the recommendation was unanimously approved by a vote of 12 to 0.

23-56 General Manager Phil Wilson presented for consideration a recommendation that the Board approve a resolution [attached hereto as Exhibit C]

honoring Raymond A. “Ray” Gill Jr. for his service on the LCRA Board of Directors. Upon motion by Director Voelter, seconded by Director Freeman, the recommendation was unanimously approved by a vote of 12 to 0.

[Chair Timmerman recessed the meeting at 10: 31 a.m. for a short break, and he reconvened the meeting at 10:43 a.m.]

There were no public comments during the meeting [Agenda Item 2].

Chief Financial Officer Jim Travis presented financial highlights for LCRA covering October 2023 and the fiscal year to date [Agenda Item 3].

The Board next took action on the consent agenda. Upon motion by Director Martine, seconded by Director Yeary, the Board unanimously approved consent items 4, 5, 6, 7,8, 9 and 10 by a vote of 12 to 0 as follows:

23-57 Declaration of an approximately 0.0463-acre tract of land and an approximately 0.1798-acre tract of land, both being portions of LCRA Parcel BW-05 in Llano County, nonessential (not necessary or convenient or of beneficial use to the business of LCRA), and authorization for the general manager or his designee to sell the properties to the adjoining landowner, as recommended by staff in Consent Item 4 [attached hereto as Exhibit D].

23-58 Appointment of Wayne Berger to serve on the GenTex Power Corporation Board of Directors replacing Kevin Coleman, as recommended in Consent Item 5 [attached hereto as Exhibit E].

23-59 Appointment of Margaret “Meg” Voelter to serve on the Board of Trustees for the Friends of the Colorado River Endowment, as recommended in Consent 6 [attached hereto as Exhibit F].

23-60 Approval of amendments to LCRA Board Policy 105.201 – Directors’ Fees and Expense Reimbursement and LCRA Bylaws Section 2.08 – Per Diem and Expenses (by a vote of four-fifths of the members, the Board waived the 21-day notice to amend the bylaws that is required by LCRA Bylaw Section 1.07 – Amendment), as recommended by staff in Consent Item 7 [attached hereto as Exhibit G].

23-61 Approval [reapproval with no changes] of LCRA Board Policy 603 – Energy Transactions (except for Appendix A), as recommended by staff in Consent Item 8 [attached hereto as Exhibit H].

23-62 Approval of directors’ fees and expense reimbursements, as recommended in Consent Item 9 [attached hereto as Exhibit I].

23-63 Approval of the minutes of the Sept. 20, 2023, meeting [Consent Item 10].

23-64 Vice President of Supply Chain Matt Chavez presented for consideration a staff recommendation, described in Agenda Item 11 [attached hereto as Exhibit J], that the Board authorize the general manager or his designee to negotiate and execute the following contracts and contract changes: Contract No. 6389 (Aveva Software LLC.); Contract No. 6409 (Siemens Energy Inc.); Contract No. 6401(Crescent Power Systems); Contract No. 6410 (Virginia Transformer Corporation); Contract No. 4925 (United Healthcare Insurance Company); Contract No. 6056 (Doggett Freightliner of South Texas, LLC.); Contract No. 5894 (KBS Electrical Distributors Inc.); Contract No. 5441 (Hitachi Energy USA Inc.); Contract No. 5539 (Siemens Energy Inc.); Contract No. 5839 (Hyundai Electric America Corporation); and Contract No. 5838 (Delta Star, Inc). Upon motion by Director Lewis, seconded by Director Arthur, the recommendation was unanimously approved by a vote of 12 to 0.

Chair Timmerman declared the meeting to be in executive session at 10:56 a.m. pursuant to sections 551.071, 551.072, 551.074, 551.076, 551.086, 551.089 and 418.183(f) of the Texas Government Code. Executive session ended, and Chair Timmerman declared the meeting to be in public session at 11:36 a.m.

There being no further business to come before the Board, Chair Timmerman adjourned the meeting at 11:36 a.m.

Joseph M. Crane
Secretary
LCRA Board of Directors
Approved: Dec. 12, 2023

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