



Board Agenda
Wednesday, Sept. 24, 2025
Dalchau Service Center – Building A
Conference Rooms A504/A505
3505 Montopolis Drive
Austin, TX 78744
Earliest start time: 10:15 a.m.

Items From the Chair

- 1a. Comments From the Public 4
- 1b. LCRA Community Grants Program Update

Consent Items

- *2. Sale of Land in Llano County (Parcel BW-09) 6
- *3. Sale of Land in Llano County (Parcel BW-18A)..... 10
- *4. Sale of Land in Llano County (Parcel BW-29) 13
- 5. Warehouse Lease in Travis County..... 16
- 6. Resolution and Amendment No. 9 to the Lower Colorado River Authority
Deferred Compensation Plan..... 20
- 7. Public Utility Commission of Texas, Texas Energy Fund Completion Bonus
Grant Program 26
- 8. Directors’ Attendance at Seminars, Conferences in 2025 27
- 9. Directors’ Fees, Expenses..... 29
- 10. Minutes of Prior Meeting..... 30

Action/Discussion Items

- *11. Authorize the Amendment and Extension of the Note Purchase Agreement
Related to the LCRA Revenue Revolving Notes, Series E and Taxable
Series E, and Authorize Related Agreements 36
- 12. Contracts and Contract Changes 38

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

Executive Session

- 1. Cybersecurity Briefing
- 2. Litigation Update
- 3. Legal Advice on Legal Matters

Action/Discussion Items (continued)

- 13. Public Safety Overview..... 41

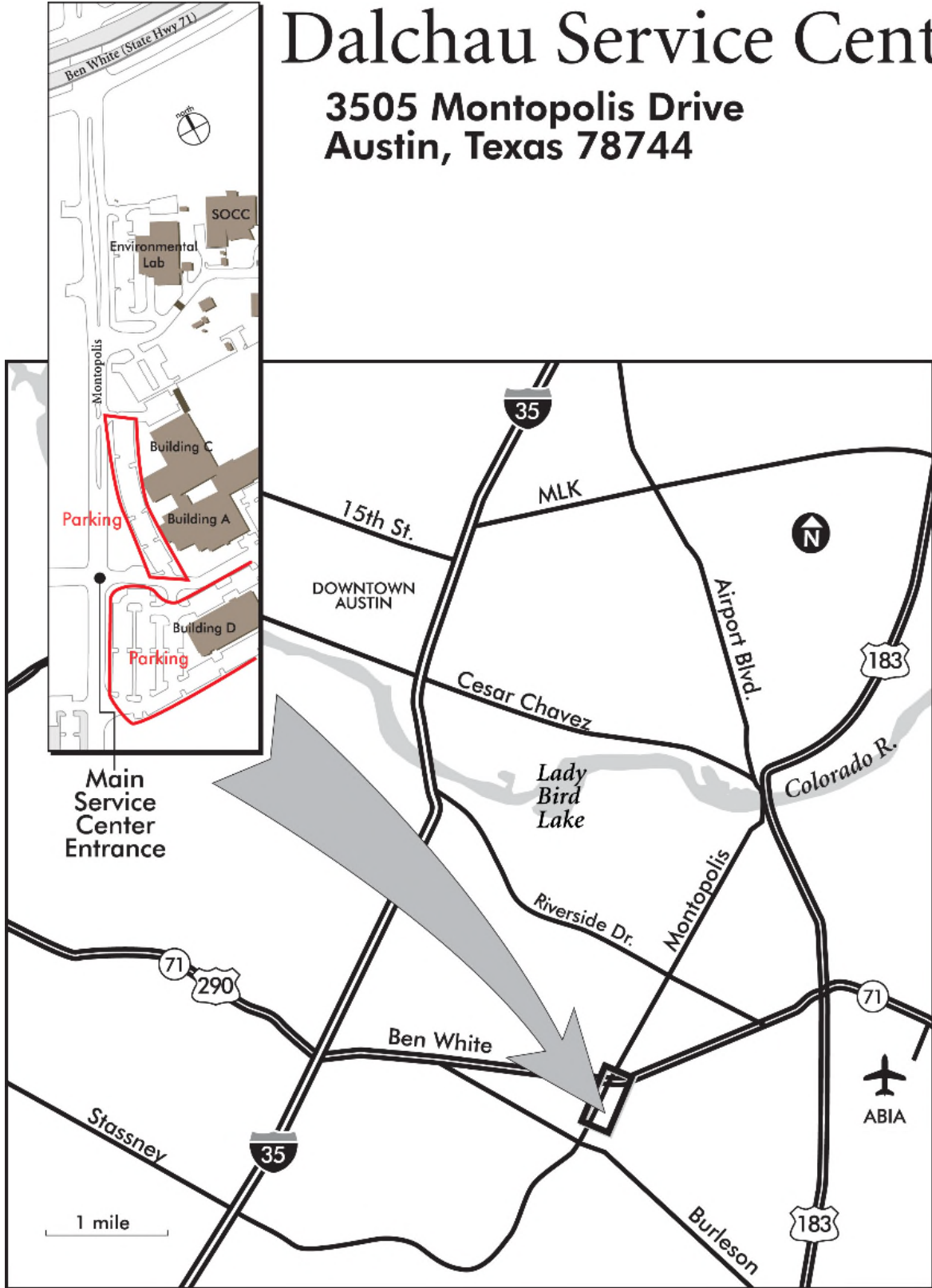
The Board also may go into executive session on any item listed above, pursuant to Chapter 551 of the Texas Government Code, including, but not limited to, sections 551.071, 551.072, 551.074, 551.076, 551.086, 551.089 and 418.183(f) of the Texas Government Code.

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>

Dalchau Service Center

**3505 Montopolis Drive
Austin, Texas 78744**



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. Sale of Land in Llano County (Parcel BW-09)

Proposed Motion

Declare an approximately 0.60-acre tract of land, being a portion of LCRA Parcel BW-09 in Llano County, nonessential, and authorize the general manager or his designee to sell the land 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 at least 12 members of the LCRA Board to declare the land no longer necessary or of beneficial use to the business of LCRA before conveyance. Additionally, Section 8503.020 of the Texas Special District Local Laws Code and LCRA Board Policy 401 require Board approval of the terms of all land sales before conveyance.

Budget Status and Fiscal Impact

The administrative costs associated with the sale of this land are included in the fiscal year 2025 business plan. The proceeds of \$11,500 will be credited to the LCRA Strategic Reserve Fund.

Summary

Greenwood Acres Property Owners Association, the adjacent landowner, has asked to purchase a 0.60-acre tract of land on Lake Buchanan that it has leased from LCRA since 1983. The sale price of the 0.60-acre tract of land is \$11,500. Real Estate Services staff determined the price based on the Marina Formula, which aids in calculating market rent, and the Llano Central Appraisal District's assessed values of the Greenwood Acres Property Owners Association's adjacent lot and other nearby waterfront lots.

LCRA staff will complete environmental and cultural resource due diligence assessments in accordance with Board Policy 401.403 – Land Disposition prior to the sale of the property.

The property will be sold subject to the following reservations and restrictions:

1. LCRA will reserve all presently held oil, gas and other mineral rights of every kind or character in, on and under the property, provided that LCRA shall not be permitted to drill or excavate for minerals on the surface of the property.
2. LCRA will retain a 20-foot-wide recreational easement abutting the high-water line of Lake Buchanan for use by the public as required by Section 8503.023(d) of the Texas Special District Local Laws Code.
3. LCRA will retain the right to inundate all or any part of the property with water from time to time without any compensation.
4. Ownership of the 0.60-acre tract will revert to LCRA if the use of it or the adjoining property (PID 56450) changes from park use.

Exhibit(s)

A – Vicinity Map

B – Site Map

EXHIBIT A

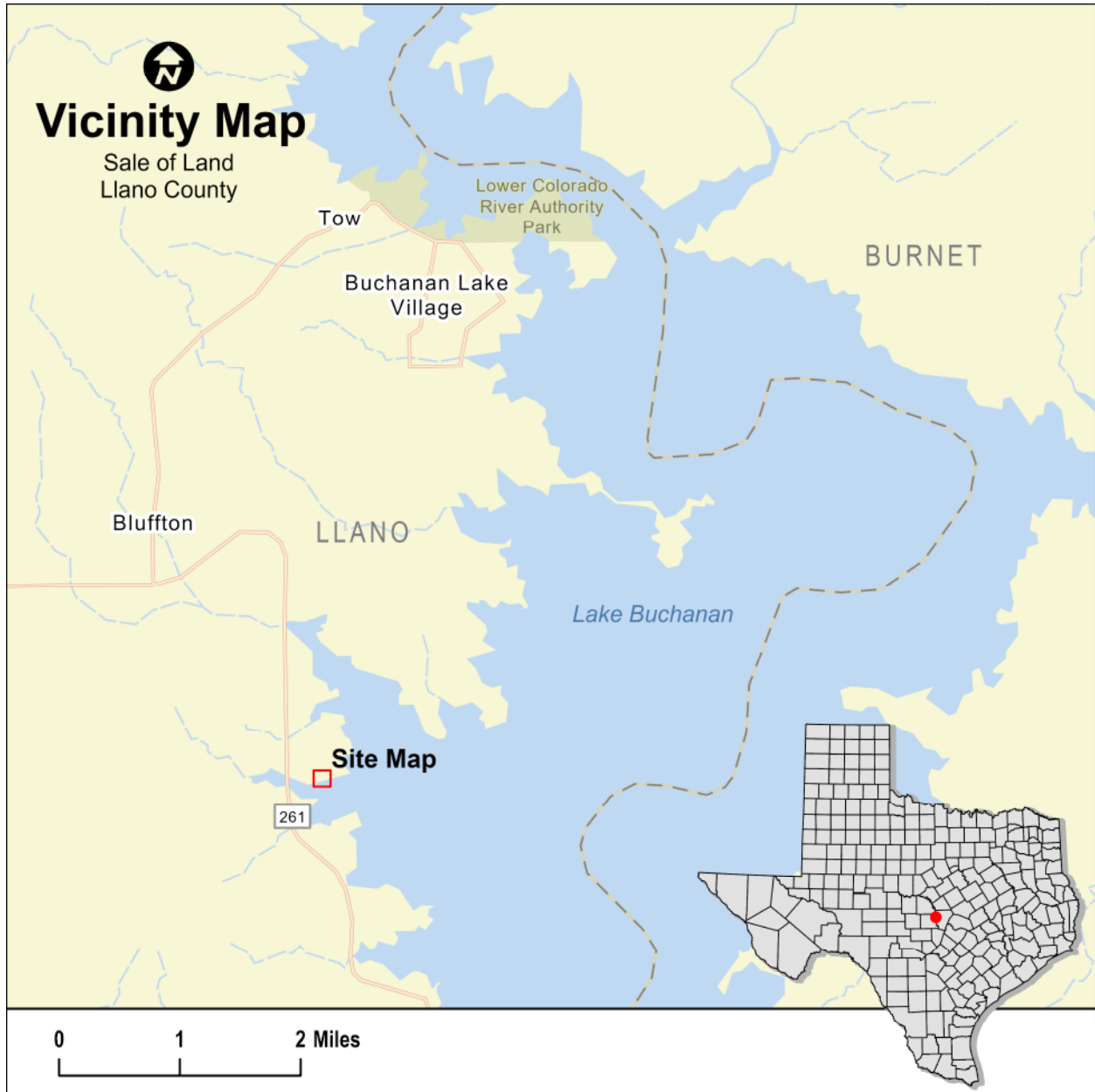


EXHIBIT B



FOR ACTION (CONSENT)

3. Sale of Land in Llano County (Parcel BW-18A)

Proposed Motion

Declare an approximately 0.402-acre tract of land, being a portion of LCRA Parcel BW-18A in Llano County, nonessential, and authorize the general manager or his designee to sell the land 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 at least 12 members of the LCRA Board to declare the land no longer necessary or of beneficial use to the business of LCRA before conveyance. Additionally, Section 8503.020 of the Texas Special District Local Laws Code and LCRA Board Policy 401 require Board approval of the terms of all land sales before conveyance.

Budget Status and Fiscal Impact

The administrative costs associated with the sale of this land are contained in the fiscal year 2026 business plan. The proceeds of \$80,037 will be credited to the LCRA Strategic Reserve Fund.

Summary

Roy Hallmark, the adjacent landowner, has asked to purchase an approximately 0.402-acre tract of land owned by LCRA on Lake Buchanan, which will permanently resolve his encroachment onto LCRA property. The sale price of the 0.402-acre tract is \$80,037. Real Estate Services staff determined the price based on the Llano County Appraisal District's assessed values of Hallmark's adjacent lot and other nearby waterfront lots.

The property will be sold subject to the following reservations and restrictions:

1. LCRA will reserve all presently held oil, gas and other mineral rights of every kind or character in, on and under the property, provided that LCRA shall not be permitted to drill or excavate for minerals on the surface of the property.
2. LCRA will retain a 20-foot-wide recreational easement abutting the high-water line of Lake Buchanan for use by the public as required by Section 8503.023(d) of the Texas Special District Local Laws Code.
3. LCRA will retain the right to inundate all or any part of the property with water from time to time without any compensation.

LCRA staff will complete environmental and cultural resource due diligence assessments in accordance with Board Policy 401.403 – Land Disposition prior to the sale of the property.

Exhibit(s)

A – Vicinity Map

B – Site Map
EXHIBIT A

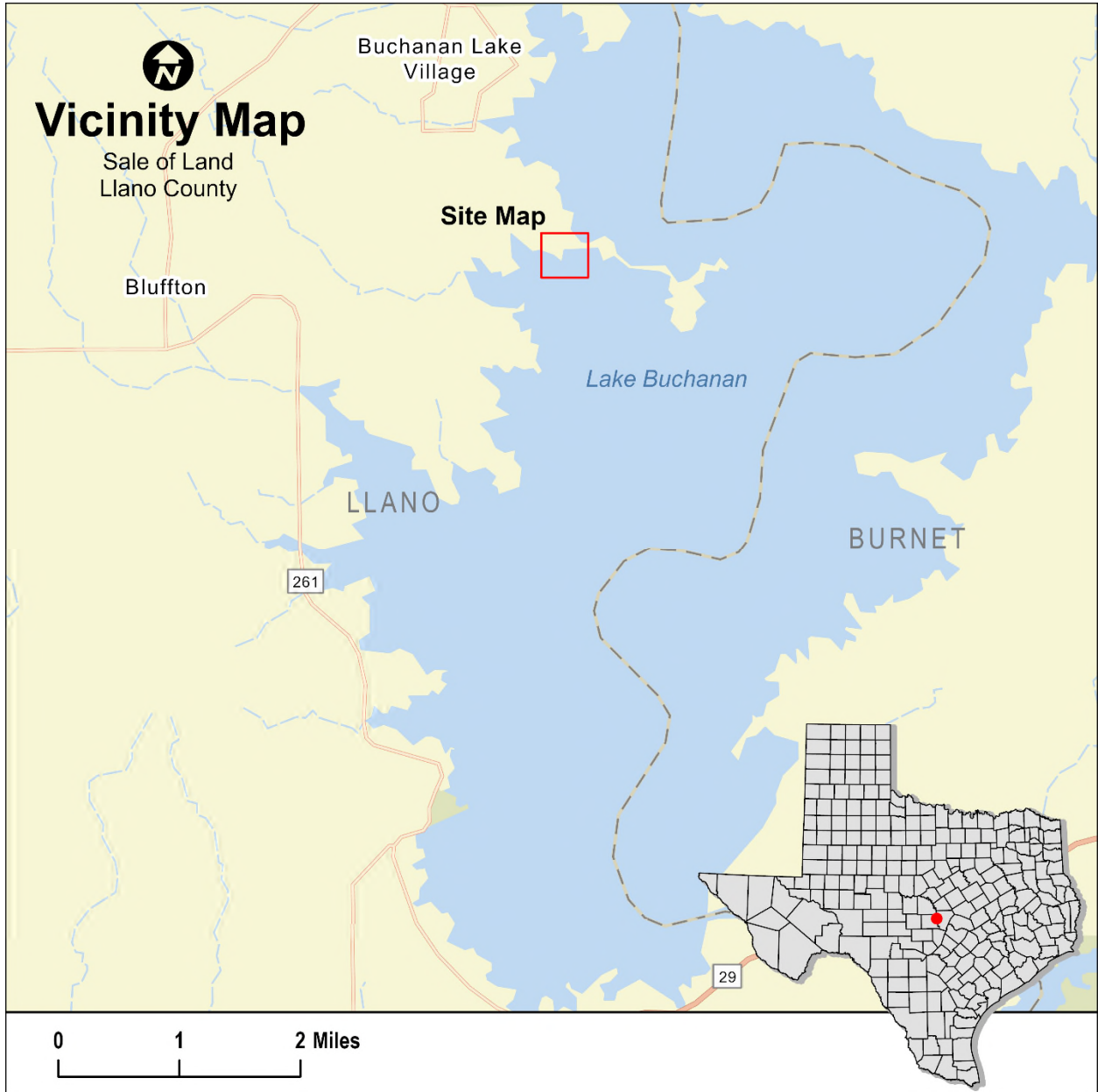


EXHIBIT B



FOR ACTION (CONSENT)

4. Sale of Land in Llano County (Parcel BW-29)

Proposed Motion

Declare an approximately 0.060-acre tract of land, being a portion of LCRA Parcel BW-29 in Llano County, nonessential, and authorize the general manager or his designee to sell the land to the adjoining landowners.

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 at least 12 members of the LCRA Board to declare the land no longer necessary or of beneficial use to the business of LCRA before conveyance. Additionally, Section 8503.020 of the Texas Special District Local Laws Code and LCRA Board Policy 401 require Board approval of the terms of all land sales before conveyance.

Budget Status and Fiscal Impact

The administrative costs associated with the sale of this land are contained in the fiscal year 2026 business plan. The proceeds of \$24,472 will be credited to the LCRA Strategic Reserve Fund.

Summary

Amy and Mark Coplen, the adjacent landowners, have asked to purchase an approximately 0.060-acre tract of land owned by LCRA on Lake Buchanan, which will permanently resolve their encroachment onto LCRA property. The sale price of the 0.060-acre tract is \$24,472. Real Estate Services staff determined the price based on the Llano County Appraisal District's assessed values of the Coplens' adjacent lot and other nearby waterfront lots.

The property will be sold subject to the following reservations and restrictions:

4. LCRA will reserve all presently held oil, gas and other mineral rights of every kind or character in, on and under the property, provided that LCRA shall not be permitted to drill or excavate for minerals on the surface of the property.
5. LCRA will retain a 20-foot-wide recreational easement abutting the high-water line of Lake Buchanan for use by the public as required by Section 8503.023(d) of the Texas Special District Local Laws Code.
6. LCRA will retain the right to inundate all or any part of the property with water from time to time without any compensation.

LCRA staff will complete environmental and cultural resource due diligence assessments in accordance with Board Policy 401.403 – Land Disposition prior to the sale of the property.

Exhibit(s)

- A – Vicinity Map
- B – Site Map

EXHIBIT A

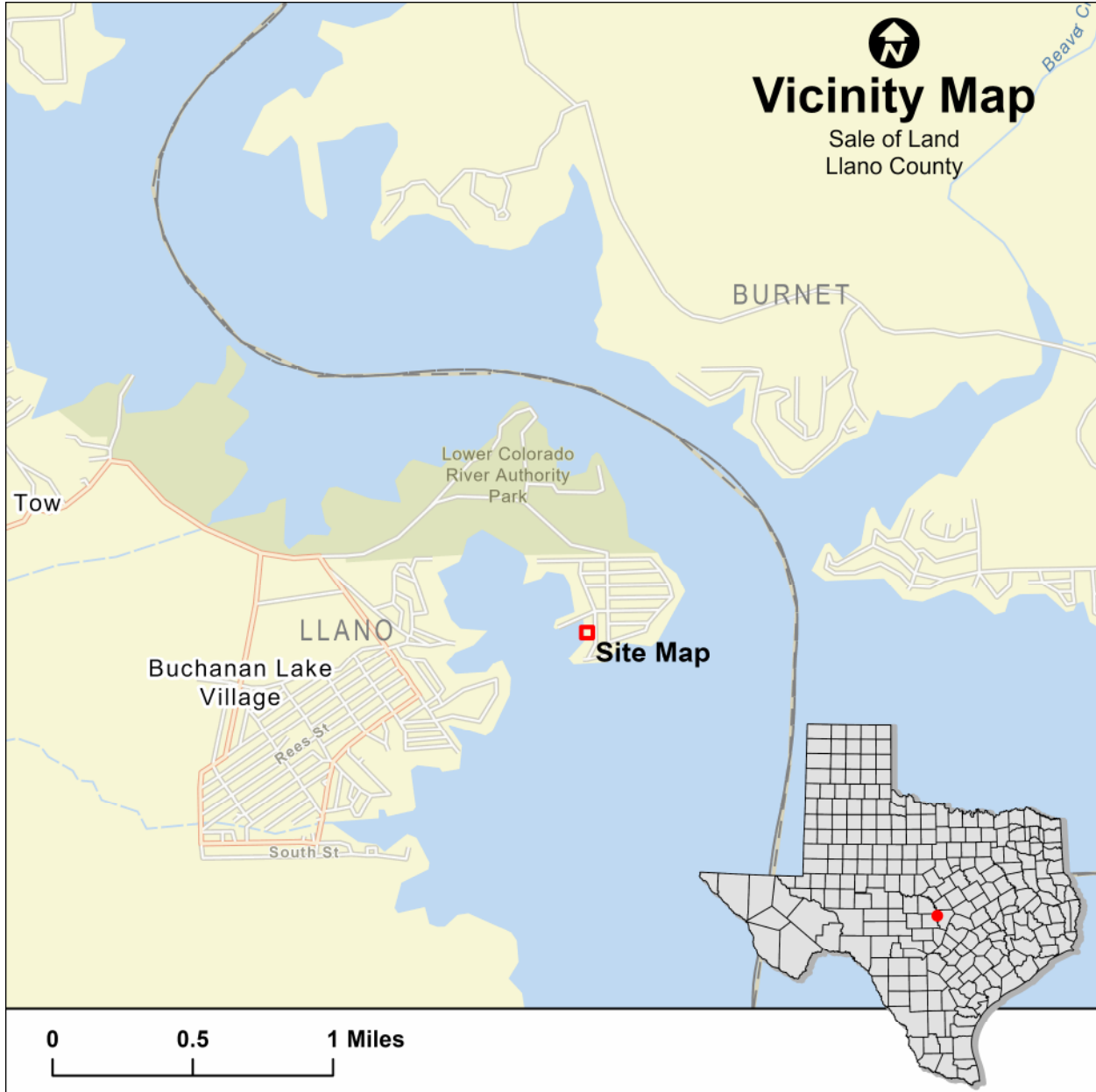
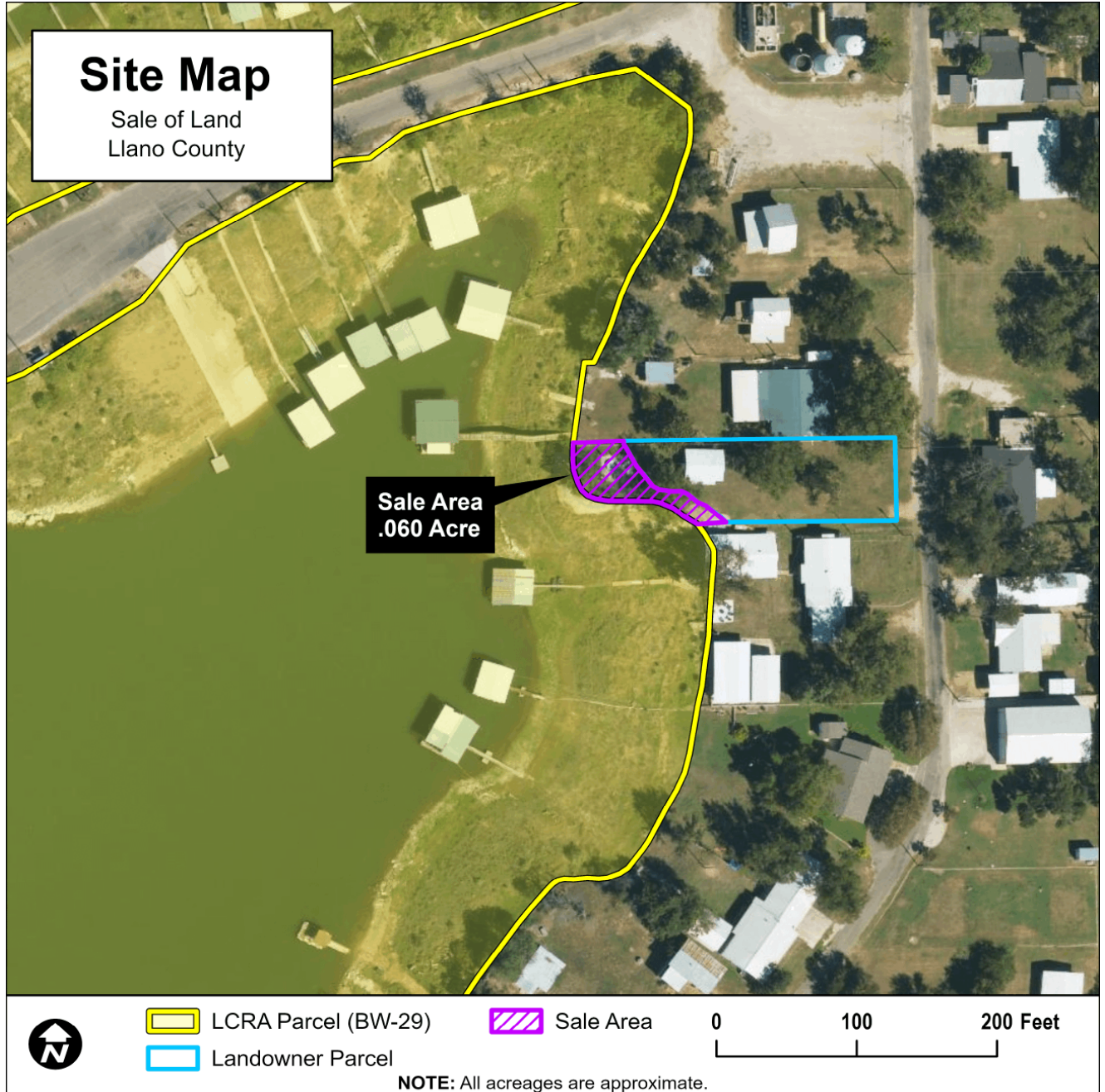


EXHIBIT B



FOR ACTION (CONSENT)

5. Warehouse Lease in Travis County

Proposed Motion

Authorize the general manager or his designee to negotiate and execute a lease for 101,029 square feet of warehouse space in Travis County.

Board Consideration

LCRA Board Policy 401 – Land Resources requires the Board to approve the terms of all land leases exceeding \$1.5 million over the term of the lease.

Budget Status and Fiscal Impact

The costs associated with the lease of this land are included in the fiscal year 2026 business plan.

Summary

LCRA supply chain has determined that additional warehouse space is necessary to address current and future inventory requirements for LCRA project needs. Staff proposes leasing 101,029 square feet of space to address additional storage needs for materials and supplies. The additional space will enable LCRA to maintain appropriate inventory levels for critical parts and equipment needed for maintenance and construction activities. Appropriate and secure warehouse space will reduce potential property damage and relieve congestion in LCRA's current warehouse space. The additional space also will enable LCRA personnel to more safely and efficiently receive, store, and issue materials and equipment.

LCRA has used a commercial real estate services firm, Cushman & Wakefield, to identify available warehouse spaces for lease in southeast Austin. The firm identified a warehouse building located at 4777 State Highway 71 in Del Valle that meets the space and facilities requirements.

The following proposed terms of the lease reflect the input from LCRA Supply Chain, Asset Management, Facilities and Telecommunications staff:

- The lease term is for five years with options for two one-year extensions.
- The leased area is about 101,029 square feet that includes approximately 41,160 square feet of outdoor secured storage space.
- Proposed rent is a triple net lease for \$9.50 per square foot for the first 15 months with 3% annual escalations.
- LCRA will pay 5% of the proportionate share of operating expenses.

Staff anticipates a move-in occurring in December 2025. However, if LCRA and the landowners are unable to agree on lease terms and fail to execute the lease agreement, staff recommends that LCRA be authorized to execute a similar lease for warehouse space to meet the storage needs of the organization.

LCRA staff will complete and document environmental and cultural due diligence in accordance with Board Policy 401.403 prior to the lease.

Exhibit(s)

A – Vicinity Map

B – Site Map

EXHIBIT A



EXHIBIT B



FOR ACTION (CONSENT)

6. Resolution and Amendment No. 9 to the Lower Colorado River Authority Deferred Compensation Plan

Proposed Motion

Approve and authorize the Board chair or his designee to execute Amendment No. 9 to the Lower Colorado River Authority Deferred Compensation Plan (Deferred Compensation Plan).

Board Consideration

The Deferred Compensation Plan requires Board approval of any changes to its design or benefits such as the proposed amendment.

Budget Status and Fiscal Impact

The Deferred Compensation Plan amendment is within the approved budget allocated for benefit costs in the fiscal year 2025 business plan.

Summary

The proposed Amendment No. 9 to the Deferred Compensation Plan allows Roth individual retirement account catch-up contributions compliant with IRS regulations.

The proposed Amendment No. 9 to the Deferred Compensation Plan will be effective on Jan. 1, 2026.

Exhibit(s)

- A – Amendment No. 9 to Lower Colorado River Authority Deferred Compensation Plan

EXHIBIT A

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

KNOW ALL MEN BY THESE PRESENTS:

AMENDMENT NO. NINE

TO

LOWER COLORADO RIVER AUTHORITY
DEFERRED COMPENSATION PLAN

WHEREAS, the Lower Colorado River Authority (the "Authority") maintains the Lower Colorado River Authority Deferred Compensation Plan (the "Plan") for the exclusive benefit of eligible employees and their beneficiaries, which Plan was previously amended and restated effective January 1, 1999, and subsequently amended and restated effective January 1, 2003;

WHEREAS, the Board of Directors of the Authority (the "Board") is authorized to amend the Plan at any time and to any lawful extent deemed advisable; and

WHEREAS, the Board desires to amend the Plan to comply with applicable provisions of the SECURE 2.0 Act of 2022;

NOW, THEREFORE, the Plan is hereby amended as follows, such amendment to be effective January 1, 2026:

1. Article I is hereby amended to add the following new Section 1.15A, to read as follows:

"1.15A Roth Elective Deferral. An Elective Deferral that is: (a) designated irrevocably by the Participant at the time of the cash or deferred election as a Roth Elective Deferral that is being made in lieu of all or a portion of the Elective Deferrals the Participant is otherwise eligible to make under the Plan as provided in Section 3.9 hereof; and (b) treated by the Authority as includible in the Participant's income at the time the Participant would have received that amount in cash if the Participant had not made a cash or deferred election."

2. Article I is hereby amended to add the following new Section 1.14B, to read as follows:

"1.14B Qualified Rollover Contributions. Amounts transferred from one or more accounts (other than the Roth Elective Deferral subaccount) of a Participant's Account to the Roth Elective Deferral subaccount of the Participant, which the Participant has elected to treat as having been made to the Plan on an after-tax basis."

3. Article III, Section 3.2, is hereby amended in its entirety, to read as follows:

"3.2 Age 50 Catch-Up Contributions. Each Participant who has or would have attained age fifty (50) prior to the close of any Plan Year, may have Age 50 Catch-Up Contributions contributed on his behalf to the Trust Fund, on a pre-tax basis, in accordance with, and subject to the limitations of, Code Section 414(v). Age 50 Catch-Up Contributions shall be made either pursuant to a salary deferral election, in accordance with Section 3.6 hereof, or otherwise, in the sole discretion of the Authority as a Supplemental Contribution. Notwithstanding any provision herein to the contrary, effective January 1, 2026, Age 50 Catch-Up Contributions made on behalf of each eligible Participant under this Section 3.2 whose FICA wages (as defined under Section 3121(a) of the Code) from the Authority in the preceding calendar year exceeded \$145,000 (as adjusted by the Secretary of the Treasury for increases in the cost of living at the time and in the manner set forth in Section 414(v)(7)(E) of the Code) shall be 'designated Roth contributions' (as defined in Section 402A(c)(1) of the Code). Age 50 Catch-Up Contributions made on behalf of a Participant shall be added to the Trust Fund as soon as practicable after deduction from a Participant's paycheck and shall be credited to the Participant's Account."

4. Article III, Section 3.4, subsection (a), is hereby amended in its entirety, to read as follows:

"(a) To the extent that such excess Elective Deferrals do not exceed the applicable dollar amount under Code Section 414(v), reduced by elective deferrals previously treated as Age 50 Catch-Up Contributions, whether under this Plan or another applicable employer plan (as defined under Section 414(v)(6)(A)), the amount of such excess Elective Deferrals shall be recharacterized as Age 50 Catch-Up Contributions, if such Participant is otherwise eligible to make Age 50 Catch-Up Contributions, as permitted under Section 3.2 above, during the Plan Year in which the excess deferral arises. If applicable, such recharacterized Age 50 Catch-Up Contributions shall be 'designated Roth contributions' (as defined in Section 402A(c)(1) of the Code) in accordance with Section 3.2 above. "

5. Article III, Section 3.5, is hereby amended in its entirety, to read as follows:

"3.5 Direct Rollover Contributions. Any Employee who is eligible to participate in the Plan and who is entitled to receive an eligible rollover distribution, as such term is defined in Section 6.4 hereof, may, in accordance with procedures approved by the Board of Trustees, elect to transfer directly to the Trustee, as a trustee-to-trustee transfer, in cash only, an amount equal to all or a portion of such distribution; provided that the maximum

amount of such transfer shall be the fair market value of that portion of the distribution that would be includable in gross income if not so transferred (determined without regard to Section 402(c) of the Code). Notwithstanding any other provision in the Plan to the contrary, the Plan will accept a Rollover Contribution to a Roth Elective Deferral subaccount only if it is a direct rollover from another Roth elective deferral account under an applicable retirement plan described in Section 402A(f)(1) of the Code and only to the extent the rollover is permitted under the rules of Section 402(c) of the Code. The Board of Trustees shall develop such procedures, and may require such information from an Employee desiring to make such a transfer, as it deems necessary or desirable to determine that the proposed transfer will meet the requirements of this Section 3.5. Upon approval by the Board of Trustees, the amount transferred shall be deposited in the Trust and shall be credited, as of the Valuation Date coincident with or next following such transfer, to a separate account for the Participant, to which only eligible rollover contributions, and the earnings and losses thereon, shall be credited."

6. Article III is hereby amended to add a new Section 3.9 to read as follows:

"3.9 Roth Elective Deferrals. Effective January 1, 2026, each Participant may designate all or any portion of the Elective Deferrals contributed on his behalf to the Trust Fund as having been made on an after-tax basis, provided that such Roth Elective Deferrals, when aggregated with the Participant's Elective Deferrals not so designated, if any, do not exceed the applicable dollar amount for such Plan Year under Section 402(g) of the Code, as adjusted for increases in the cost of living pursuant to Section 402(g)(4) of the Code. Furthermore, subject to the provisions of Section 3.2, each Participant may designate all or any portion of the Age 50 Catch-Up Contributions contributed on his behalf to the Trust Fund as having been made on an after-tax basis, provided that such Roth Elective Deferrals, when aggregated with the Participant's Age 50 Catch-Up Contributions not so designated, if any, do not exceed the applicable dollar amount for such Plan Year under Section 414(v) of the Code, as adjusted for increases in the cost of living pursuant to Section 414(v)(2)(C) of the Code. Roth Elective Deferrals shall be made pursuant to a salary deferral election, in accordance with Section 3.6 hereof, and shall be 'designated Roth contributions' (as defined in Section 402A(c)(1) of the Code). Roth Elective Deferrals are at all times one hundred percent (100%) vested and nonforfeitable. Roth Elective Deferrals made on behalf of a Participant shall be added to the Trust Fund as soon as practicable after deduction from a Participant's paycheck and shall be credited to a separate subaccount for the Participant, to which only Roth Elective Deferrals, and the earnings and losses thereon, shall be credited."

7. Article III is hereby amended to add a new Section 3.10 to read as follows:

"3.10 Qualified Rollover Contributions. Effective January 1, 2026, a Participant who is entitled to receive a benefit hereunder, the distribution of which would qualify as an eligible rollover distribution, as such term is defined in Section 6.4 hereof, may elect to make a Qualified Rollover Contribution to his Roth Elective Deferral subaccount by submitting a request in such manner as prescribed by the Board of Trustees. The amount available as a Qualified Rollover Contribution shall be determined as of the Valuation Date concurrent with or next preceding the date on which the Board of Trustees receives the

Participant's request to make the Qualified Rollover Contribution, and the Qualified Rollover Contribution shall be made to the Participant's Roth Elective Deferral subaccount as soon as practicable thereafter. Qualified Rollover Contributions shall be taken pro rata from each investment fund with respect to which a Participant has directed the investment of his Account, or the portion of his Account from which such withdrawal is funded, as the case may be."

8. Article VI, Section 6.2 is hereby amended in its entirety, to read as follows:

"6.2 Required Minimum Distributions. Notwithstanding any other provision of this Plan, a Participant's benefit hereunder shall be distributed no later than the April 1st following the calendar year in which occurs the later of (i) the date such Participant retires or (ii) the date such Participant attains age 70½ (age 72 for such Participants who attain age 70½ after December 31, 2019, age 73 for such Participants who attain age 72 after December 31, 2022, and age 75 for such Participants who attain age 74 after December 31, 2032). If the Participant dies before distribution of his benefit hereunder, the Participant's entire interest will be distributed no later than December 31 of the calendar year following the calendar year in which the Participant died. All distributions under this Article VI shall be determined and made in accordance with the Treasury Regulations issued under Code Section 401(a)(9), including the incidental death benefit requirement in Code Section 401(a)(9)(G), the regulations under §§1.401(a)(9)-2 through 1.401(a)(9)-9, and any other provisions reflecting Code Section 401(a)(9) that are prescribed by the Commissioner of Internal Revenue in revenue rulings, notices, and other guidance published in the Internal Revenue Bulletin. The provisions of this paragraph are intended to satisfy the requirements of Code Section 401(a)(9) and the Treasury Regulations promulgated thereunder and shall not confer on any party a right to receive payment or a benefit in any form other than as otherwise permitted herein."

9. Article VI, Section 6.4, the second full paragraph thereof, is hereby amended in its entirety, to read as follows:

"An election under this Section 6.4 must be made in the manner prescribed by the Board of Trustees prior to the date on which the distribution is to occur. Such election may be revoked at any time prior to the date that is five (5) business days preceding the date on which the distribution is to occur. If an individual who is so entitled has not elected a direct rollover within the time and in the manner set forth above, such distributee shall be deemed to have affirmatively waived a direct rollover. A distributee who wishes to elect a direct rollover shall provide to the Board of Trustees, within the time and in the manner prescribed by the Board of Trustees, such information as the Board of Trustees shall reasonably request regarding the 'eligible retirement plan' to which the payment or payments are to be transferred. The Board of Trustees shall be entitled to rely on the information so provided, and shall not be required to independently verify such information. The Board of Trustees shall be entitled to delay the transfer of any payment or payments pursuant to this Section 6.4 until it has received all of the information that it has requested in accordance with this Section 6.4. The provisions of this Section 6.4 shall not apply to any distribution in an amount that the Board of Trustees reasonably anticipates to total less than \$200 during a calendar year; provided, however, that any distribution from a Participant's Roth Elective

Deferral subaccount is not taken into account in determining whether distributions from a Participant's other Accounts are reasonably expected to total less than \$200 during a year. Notwithstanding any other provision in the Plan to the contrary, a direct rollover of a distribution from a Roth Elective Deferral subaccount under the Plan will only be made to another Roth elective deferral account under an applicable retirement plan described in Code Section 402A(e)(1) or to a Roth IRA described in Section 408A, and only to the extent the rollover is permitted under the rules of Code Section 402(c)."

IN WITNESS WHEREOF, on this _____ day of _____, 2025, this Amendment No. Nine 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: _____
Stephen F. Cooper
Chair, LCRA Board of Directors

ATTEST:

Leigh Sebastian
General Counsel

FOR ACTION (CONSENT)

7. Public Utility Commission of Texas, Texas Energy Fund Completion Bonus Grant Program

Proposed Motion

Authorize the filing of the Texas Energy Fund Completion Bonus Grant Program application with the Public Utility Commission of Texas, including all understandings and assurances contained therein, and direct and authorize Executive Vice President and Chief Operating Officer of Wholesale Power Randa Stephenson as the official representative of LCRA to act in connection with the CBG Program application and to provide such additional information to the PUC as may be required.

Board Consideration

The TxEF CBG Program requires LCRA to obtain authorization and direction from the LCRA Board of Directors to file its CBG Program application with the PUC.

Budget Status and Fiscal Impact

LCRA may receive up to the statutorily prescribed amount under the CBG Program from the TxEF.

Summary

Staff will administer the CBG Program application and coordinate with the PUC.

FOR ACTION (CONSENT)

8. Directors' Attendance at Seminars, Conferences in 2025

Proposed Motion

Approve an additional conference for directors to attend in calendar year 2025.

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

The Board in December each year approves a list of conferences for directors to attend annually. The list of conferences for 2025 was approved at the Board meeting on Dec. 10, 2024. Exhibit A includes an additional conference for 2025.

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 – 2025 Additional Conference and Travel for Board Approval and 2025 Annual Conferences and Travel Approved Dec. 10, 2024

EXHIBIT A

**2025 ADDITIONAL CONFERENCE AND TRAVEL
FOR BOARD APPROVAL**

Sept. 29-Oct. 1 85th Annual Meeting of Texas Soil and Water
Conservation District; Round Rock

**2025 ANNUAL CONFERENCES AND TRAVEL
APPROVED DEC. 10, 2024**

Feb. 19-21 Changing Face of Water Rights Law Course; San Antonio

Feb. 26-28 Texas Land Conservation Conference; Austin

March 7-12 National Rural Electric Cooperatives Association
PowerXChange; Atlanta

March 5-7 Texas Water Association 81st Annual Convention; Austin

March 5 Texas Conference for Women; Austin

June 11-13 Texas Water Association Summer Conference; The
Woodlands

Aug. 3-6 Texas Electric Cooperatives Annual Meeting; Austin

Oct. 12-15 National Association of Corporate Directors – Global Board
Leaders’ Summit; Washington D.C. area

Oct. 22-24 Texas Water Association Fall Conference; San Antonio

Dec. 9-11 National Groundwater Association Week; New Orleans

January-December 2025 National Association of Corporate Directors Texas TriCities;
Austin-Houston-San Antonio Chapter Meetings

FOR ACTION (CONSENT)

9. Directors' Fees, Expenses

Proposed Motion

Approve directors' fees and the reimbursement of directors' expenses.

Board Consideration

LCRA Board Policy 105 – Directors' Fees and Expense Reimbursement and the LCRA bylaws require Board approval for directors' fees and expenses.

Budget Status and Fiscal Impact

Directors' fees and expenses are provided for in the budget in the business plan.

Summary

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

FOR ACTION (CONSENT)

10. Minutes of Prior Meeting

Proposed Motion

Approve the minutes of the Aug. 20, 2025, LCRA Board of Directors meeting.

Board Consideration

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

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 Aug. 20, 2025, LCRA Board meeting

EXHIBIT A

LCRA Board of Directors
Minutes Digest
Aug. 20, 2025

- 25-39 Approval of the proposed LCRA Board and committee meeting dates for calendar year 2026.
- 25-40 Appointment or reappointment of two LCRA non-officer directors, Thomas L. “Tom” Kelley and Mark Mayo, to the GenTex Power Corporation Board of Directors to serve terms expiring Dec. 31, 2025.
- 25-41 Declaration of an approximately 157.5-acre tract of land, being unused portions of LCRA’s Lateral A and Lateral A West canals in Matagorda County, nonessential, and authorization for the general manager or his designee to transfer the property to Matagorda County Drainage District No. 1.
- 25-42 Declaration of an approximately 5.5-acre tract of land, being an unused portion of LCRA’s Town Canal in Colorado County, nonessential, and authorization for the general manager or his designee to sell the property to the adjoining landowner.
- 25-43 Approval of the Auditing Services fiscal year 2026 resource and audit plan.
- 25-44 Review and approval of LCRA Board Policy 303 – Banking and Investments.
- 25-45 Approval of the minutes of the June 18, 2025, LCRA Board of Directors meeting.
- 25-46 Authorization for the general manager or his designee to negotiate and execute the following contracts and contract changes: Contract No. 6930 (Linxon) and Contract No. 6937 (L3Harris Technologies, Inc).
- 25-47 Declaration as nonessential the real property interests held by LCRA associated with an approximately 5,000-acre tract of land known as the Griffith League Ranch in Bastrop County (hereafter the GLR Assets); and authorization for the general manager or his designee to negotiate, execute and take all reasonably necessary actions in connection with a potential sale of the GLR Assets consistent with the terms and conditions of sale, legal advice and litigation strategies discussed in executive session.

- 25-48 Adoption of a resolution approving the fiscal year 2025 performance evaluation, compensation and fiscal year 2026 performance goals for General Manager Phil Wilson.

- 25-49 Adoption of a resolution approving the fiscal year 2025 performance evaluation, compensation and fiscal year 2026 performance goals for General Auditor Gerry Garcia.

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
LOWER COLORADO RIVER AUTHORITY
Austin, Texas
Aug. 20, 2025

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 10:44 a.m. Wednesday, Aug. 20, 2025, 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:

Stephen F. Cooper, Chair
Martha Leigh M. Whitten, Vice Chair
Joseph M. "Joe" Crane, Secretary
Matthew L. "Matt" Arthur
Curtis E. Ford
Thomas L. "Tom" Kelley
Aden Lasseter
Robert "Bobby" Lewis [attended via videoconference]
Mark Mayo
Margaret D. "Meg" Voelter
David R. Willmann
Nancy Eckert Yeary

Absent: Melissa K. Blanding
Carol Freeman

Chair Cooper convened the meeting at 10:44 a.m.

There were no comments from the public during the meeting [Agenda Item 1].

General Manager Phil Wilson gave the Board an update. He discussed the recent flooding in the Hill Country, which is in LCRA's Transmission service territory, how LCRA manages flood operations along the Highland Lakes, and LCRA's investment in capital projects at the dams along the Highland Lakes. He noted the recent employee service awards. Wilson concluded with an update on the Timmerman Power Plant.

Chief Financial Officer Jim Travis presented financial highlights for LCRA covering June 2025 and fiscal year 2025 [Agenda Item 2].

The Board next took action on the consent agenda. Upon motion by Vice Chair Whitten, seconded by Director Crane, the Board unanimously approved consent items 3, 4, 5, 6, 7, 8 and 9 by a vote of 12 to 0 as follows:

25-39 Approval of the proposed LCRA Board and committee meeting dates for calendar year 2026, as recommended in Consent Item 3 [attached hereto as Exhibit A].

25-40 Appointment or reappointment of two LCRA non-officer directors, Thomas L. “Tom” Kelley and Mark Mayo, to the GenTex Power Corporation Board of Directors to serve terms expiring Dec. 31, 2025, as recommended in Consent Item 4 [attached hereto as Exhibit B].

25-41 Declaration of an approximately 157.5-acre tract of land, being unused portions of LCRA’s Lateral A and Lateral A West canals in Matagorda County, nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA), and authorization for the general manager or his designee to transfer the property to Matagorda County Drainage District No. 1, as recommended by staff in Consent Item 5 [attached hereto as Exhibit C].

25-42 Declaration of an approximately 5.5-acre tract of land, being an unused portion of LCRA’s Town Canal in Colorado County, nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA), and authorization for the general manager or his designee to sell the property to the adjoining landowner, as recommended by staff in Consent Item 6 [attached hereto as Exhibit D].

25-43 Approval of the Auditing Services fiscal year 2026 resource and audit plan, as recommended by the Audit and Risk Committee and staff in Consent Item 7 [attached hereto as Exhibit E].

25-44 Review and approval of LCRA Board Policy 303 – Banking and Investments, as recommended by staff in Consent Item 8 [attached hereto as Exhibit F].

25-45 Approval of the minutes of the June 18, 2025, LCRA Board of Directors meeting [Consent Item 9].

25-46 Senior Vice President of Supply Chain Matt Chavez presented for consideration a staff recommendation, described in Agenda Item 10 [attached hereto as Exhibit G], that the Board authorize the general manager or his designee to negotiate and execute the following contracts and contract changes: Contract No. 6930 (Linxon) and Contract No. 6937 (L3Harris Technologies, Inc). Upon motion by Director Kelley, seconded by Director Crane, the recommendation was unanimously approved by a vote of 12 to 0.

Senior Vice President of Water Operations Kelly D. Payne presented an update on basin conditions [Agenda Item 11].

Chair Cooper declared the meeting to be in executive session at 11:34 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 Cooper declared the meeting to be in public session at 12:09 p.m.

25-47 Director Arthur moved, seconded by Director Kelley, that the Board declare as nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA) the real property interests held by LCRA associated with an approximately 5,000-acre tract of land known as the Griffith League Ranch in Bastrop County (hereafter the GLR Assets); and authorize the general manager or his designee to negotiate, execute and take all reasonably necessary actions in connection with a potential sale of the GLR Assets consistent with the terms and conditions of sale, legal advice and litigation strategies discussed in executive session. The Board unanimously approved the motion by a vote of 12 to 0.

Chair Cooper declared the meeting to be in executive session at 12:10 p.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 Cooper declared the meeting to be in public session at 1:26 p.m. [Director Lewis was absent for voting on the items after executive session.]

24-48 Upon motion by Director Crane, seconded by Director Willmann, the Board unanimously adopted a resolution [attached hereto as Exhibit H] approving the fiscal year 2025 performance evaluation, compensation and fiscal year 2026 performance goals for General Manager Phil Wilson by a vote of 11 to 0.

24-49 Upon motion by Director Voelter, seconded by Vice Chair Whitten, the Board unanimously adopted a resolution [attached hereto as Exhibit I] approving the fiscal year 2025 performance evaluation, compensation and fiscal year 2026 performance goals for General Auditor Gerry Garcia by a vote of 11 to 0.

There being no further business to come before the Board, the meeting adjourned at 1:31 p.m.

Joseph M. Crane
Secretary
LCRA Board of Directors

Approved: Sept. 24, 2025

FOR ACTION

11. Authorize the Amendment and Extension of the Note Purchase Agreement Related to the LCRA Revenue Revolving Notes, Series E and Taxable Series E, and Authorize Related Agreements

Proposed Motion

Staff recommends the Board of Directors approve the resolution amending and extending the note purchase agreement (the Series E Agreement) with a bank to be determined related to LCRA Series E and Taxable Series E Revenue Revolving Notes (the Series E Notes) for a term not to exceed five years, and authorizing the general manager, chief financial officer or treasurer to negotiate and execute such Series E Agreement. Staff also seeks authorization for the general manager or his designee to negotiate and execute related documents, setting forth the terms and conditions governing the issuance of the debt directly to a bank to be determined in an amount up to \$200 million for the Series E Notes, and authorize any other necessary agreements. This agenda item requires the approval of at least 12 members of the Board.

Board Consideration

The extension of the credit facility supporting the Series E Notes requires Board authorization and complies with the covenants of the Master Resolution and with LCRA Board Policy 301 – Finance. Section 8503.004(p) of the Texas Special Districts Local Laws Code (LCRA Act) authorizes the Board to issue debt under certain conditions, including the requirement that 12 members must approve this action.

Budget Status and Fiscal Impact

Staff anticipates the amended and restated credit facility will allow LCRA to issue private bank debt either on a tax-exempt or taxable basis to finance eligible projects and delay the issuance of long-term bonds, which have higher interest rates in the current market. Staff anticipates LCRA will experience lower debt service costs until long-term bonds are issued. The proposed fees for this facility are in line with current market pricing.

Summary

Staff recommends the Board approve the resolution and authorize the general manager, chief financial officer or treasurer to negotiate and execute an amendment to the Series E Agreement, which will be in the form of an amended and restated agreement, and authorize the general manager or his designee to negotiate and execute any other related documents.

Series E Notes will continue to allow LCRA to sell short-term debt directly to a bank to be determined (up to \$200 million). Each Series E Note issued will have a maximum one-year term. The direct purchase facility with the bank provides an alternative

structure that eliminates the marketing and remarketing risk that can occur with a public market commercial paper program. This private debt facility structure does not require public credit ratings to be issued and maintained. The credit facility allows LCRA to choose between taxable or tax-exempt debt, a fixed or floating interest rate and a one-, three- or six-month period to effectively manage the debt.

The Series E Notes will be issued on parity with LCRA revenue bonds and notes pursuant to the Master Resolution and in compliance with the variable debt limitations in LCRA Board Policy 301 – Finance (25% of total capitalization).

LCRA's other short-term debt programs include the following:

- A \$250 million commercial paper program supported by a letter of credit with Truist Bank.
- A \$100 million private revolving notes program supported by a note purchase agreement with JPMorgan N.A.
- A \$160 million private revolving notes program supported by a note purchase agreement with U.S. Bank.
- Two letters of credit with Truist Bank and Wells Fargo Bank N.A. to provide credit to the Electric Reliability Council of Texas.

Similar to LCRA's other short-term debt, Series E Notes will be secured by a pledge of LCRA revenues and may be refunded with long-term debt when it is advantageous.

Presenter(s)

Jim Travis

Chief Financial Officer

FOR ACTION

12. Contracts and Contract Changes

Proposed Motion

Authorize the general manager or his designee to negotiate and execute the following contracts and contract changes as described in the attached exhibits.

Board Consideration

LCRA Board Policy 308 – Procurement requires Board of Directors approval for any contract for goods or services with projected expenditures exceeding \$5 million, whether under the original contract or as a result of a change.

Budget Status and Fiscal Impact

Board approval of contracts and contract changes does not create a commitment to spend funds. All commitments made under these contracts will be for budgeted items contained in separately authorized operations and capital budgets or pre-spending requirements as outlined in LCRA Board Policy 301 – Finance.

Summary

Each month, the Board approves the contracts and contract changes in accordance with LCRA Board Policy 308.

Presenter(s)

Matt Chavez
Senior Vice President, Supply Chain

Exhibit(s)

A – New Contracts
B – Contract Changes

EXHIBIT A

New Contracts

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EXHIBIT B

Contract Changes

Contract Number: 5967

Supplier Name: KGA Architecture

Current Approved Contract Amount: \$4 million

Requested Change: \$10 million

New Contract Amount: \$14 million

Description: This master contract supports architectural services for various initiatives throughout LCRA. The contract term is one year with annual renewal options for up to five years. Since the original execution of the contract, LCRA has experienced extraordinary growth in LCRA Transmission Services Corporation work throughout the state, and these additional funds will support upcoming facility expansions. Staff is requesting Board approval to add \$10 million to the existing approved contract amount.

FOR DISCUSSION

13. Public Safety Overview

Summary

Staff will present an overview of LCRA's Public Safety functions and a brief history of the department.

Presenter(s)

Damon Derr
Chief of Public Safety