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2
3 REGIONAL RESOURCE STEWARDSHIP COUNCIL MEETING

4 APRIL 19TH & 20TH, 2012

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22 *MR. JACK SIMMONS

23 *MR. PAUL SLOAN

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P R O C E E D I N G S

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2 FACILITATOR MR. WILSON TAYLOR: We're
3 going to go ahead and get started with our half day
4 discussion. We can go ahead and get started. What I
5 would like to do is recap yesterday.

6 And Deb, do you have anything in
7 particular that you want to add before we start?

8 CHAIR DEBORAH WOOLEY: No. I'd just
9 welcome everybody back. Thank you all again for a
10 good meeting yesterday, a good tour, and a very good
11 dinner last night. We all, I'm sure, slept well and
12 are full of bright ideas.

13 FACILITATOR MR. WILSON TAYLOR: Full
14 of bright ideas, I think that's a great segue because
15 we're going to be spending some time today talking
16 about the three questions.

17 So yesterday we heard from several TVA
18 speakers, heard quite a bit about -- from Chuck Bach
19 and his team about how they manage the river.

20 So we also talked some about -- Deb
21 mentioned this is a great opportunity because this
22 whole issue about partnerships, partnerships,
23 partnerships, I think we're going to spend some time
24 today talking about that.

25 What does that really look like?

1 Getting your advice for TVA would be
2 helpful for us to use going forward. Particularly I
3 guess as we look at these tough economic times for
4 TVA and other agencies, I think those partnerships
5 are going to be critical.

6 One thing I want to remind you of is
7 that when we talk today, particularly during the
8 advice session, if you could make sure you use the
9 microphone each time because we have somebody in the
10 back, Erica Wadl, will be recording. So we want to
11 make sure that she gets the information correctly.
12 Again, we will go back and revisit that information
13 once we get it all on paper.

14 Any comments or questions or thoughts
15 from anybody before we start today?

16 Bruce, anything else?

17 DFO MR. BRUCE SCHOFIELD: I just
18 appreciate everybody's input yesterday. It was -- we
19 took a lot of notes and got that. If there were any
20 follow-up questions this morning that we could
21 address before we get started, we will be happy to do
22 that. They are letting me off easy.

23 FACILITATOR MR. WILSON TAYLOR: I
24 think Beth has signaled that we had one more person
25 join us. So if we could get him to say who he is.

1 MR. MICHAEL BALL: My name is Mike
2 Ball, State Representative from Madison County. I'm
3 sorry. I'm a little groggy. We had a big filibuster
4 and major battle. My bill was the last one on the
5 calendar. So I couldn't leave until late last night,
6 but it's good to be here and it's good to see y'all
7 again.

8 FACILITATOR MR. WILSON TAYLOR: Thank
9 you. So with that, let's go ahead and put the
10 questions up and review those questions.

11 So what opportunities with volunteers,
12 corporate partnerships, stewardship, et cetera,
13 should TVA pursue to help achieve our stewardship
14 goals?

15 Again, this goes back to looking at
16 the NRP and looking at the items that are in the NRP.
17 Just thinking about those opportunities that you can
18 bring to bear based on your experiences and your
19 contacts and your knowledge, what are some things we
20 need to do in that area?

21 The second question, please.

22 What attributes, benefits or outcomes
23 would make a business organization, group or public
24 entity want to contribute?

25 So that question, I think, TVA will

1 want your input around what would help us do a better
2 job identifying those opportunities?

3 As I said earlier, and I think it's
4 been said before, we recognize the need to do these
5 partnerships, but obviously your advice is going to
6 be critical in terms of finding those organizations
7 to partner with.

8 The third question. What criteria is
9 important to maintain accountability of a stewardship
10 foundation?

11 And again, this is in the eyes of
12 people who attribute and the general public. Again,
13 your advice would be helpful there because you're
14 obviously in contact with members of the public as
15 much, if not more, sometimes than TVA.

16 So any questions or clarifications
17 needed for those questions?

18 Since there's no clarifications, what
19 we will do is go back -- excuse me, Russ.

20 MR. RUSSELL TOWNSEND: I'm sorry,
21 Wilson. I just wanted to make sure that I understood
22 correctly before we start talking about things.

23 Is TVA, now that they are not
24 federally appropriated and federally -- or an agency
25 not receiving federal appropriations, can they

1 receive grants?

2 Can you receive grants from various
3 sources, like a 501c3?

4 MRS. KELLY LOVE: As far as grant
5 money, like traditional grant money, probably not,
6 but we are free to accept donations. But I think in
7 the context of the stewardship foundation, the idea
8 there is separate from TVA 501c3 that would be
9 capable --

10 MR. RUSSELL TOWNSEND: So you could
11 create the Tennessee Valley Foundation and have it
12 staffed by TVA retirees and folks like that who could
13 then go out and seek that grant money and partner
14 with groups like SORBA or whoever we met yesterday?

15 DFO MR. BRUCE SCHOFIELD: And I think
16 it's not that -- and we're looking for ideas on how
17 to become involved with that type of foundation as
18 opposed to TVA creating it. It would be a
19 third-party foundation which we would provide as much
20 support to it as possible, whether that's in actual
21 funding or whether that's just in-kind advice or
22 opportunities to use TVA facilities, TVA lands to go
23 do that.

24 MR. RUSSELL TOWNSEND: Thanks for
25 clarifying that for me. I just wanted to make sure I

1 understood that before we went forward.

2 FACILITATOR MR. WILSON TAYLOR: Jean.

3 MRS. JEAN ELMORE: It would be a 501c3
4 then?

5 MRS. KELLY LOVE: Yes.

6 MRS. JEAN ELMORE: Because that would
7 be a real important thing as far as contributions
8 coming in.

9 FACILITATOR MR. WILSON TAYLOR: Renee.

10 MRS. RENEE HOYOS: Are you planning on
11 creating your own 501c3 or using an existing one?

12 DFO MR. BRUCE SCHOFIELD: We're open
13 to that suggestion. We haven't kind of gotten that
14 far. I'm not sure it's going to be one that again
15 TVA would have. It would be an independent one or --
16 and if we can piggyback on an existing one that may
17 make that transition or that initial start-up more
18 efficient or they could start one on their own.
19 Again, it's not one that I think it would be a TVA
20 one.

21 CHAIR DEBORAH WOOLEY: I think in
22 comment to that, I think that's something we have got
23 to look at because foundations that are successful
24 generally have single purposes, a single focus, and
25 attract single types of contributions and work. To

1 piggyback on somebody else's or to get something
2 that's not identified as TVA or Valley resources or
3 whatever, I think, would give you a little bit more
4 difficult road in identifying yourself and getting
5 some of the monies in.

6 You could manage it by going to lots
7 of different foundations and working with them or you
8 could create an entity where you're managing it more
9 yourself. Just a thought.

10 FACILITATOR MR. WILSON TAYLOR: Thank
11 you. Renee.

12 MRS. RENEE HOYOS: Yeah. I think I am
13 confused about the stewardship foundation. Is it a
14 foundation that gives out grants or is it -- would it
15 operate as a 501c3 that does projects?

16 CHAIR DEBORAH WOOLEY: I would think
17 that if you created a 501c3 and you define your
18 mission, then part of setting up the foundation would
19 be to define what it did, and it could do either.

20 I mean, you know, you assume in the
21 beginning that you're getting monies in to do it, but
22 at the same time as you create partnerships sometimes
23 that done by working together and sometimes that's
24 done with grants to help work together.

25 MRS. RENEE HOYOS: Right. But those

1 are two different sections of the tax code and so it
2 gets kind of confusing.

3 CHAIR DEBORAH WOOLEY: But you can do
4 it within one thing.

5 MRS. RENEE HOYOS: Right.

6 CHAIR DEBORAH WOOLEY: Because I
7 manage one foundation that has both.

8 FACILITATOR MR. WILSON TAYLOR: Well,
9 other comments or questions?

10 Thank you for those questions to
11 clarify.

12 Mark.

13 MR. MARK IVERSON: I kind of go back
14 to -- and my memory is not all that great, but the
15 National Resource Plan had so many different pieces
16 of focus. There was water quality and shoreline
17 management and tribal conservation and other aspects
18 to that that it seemed one foundation that could get
19 really -- how would you guide that in terms of its
20 scope because that -- just like TVA, it's a very
21 large entity with lots of different things. So I'm
22 just curious how that might function.

23 DFO MR. BRUCE SCHOFIELD: Again, I
24 don't think we are limiting ourselves to a single
25 foundation. It may be several that we would, you

1 know, attach ourselves to or from a partnership
2 standpoint to go out and do the various activities we
3 need to do to both protect as well as improve the
4 resource, whether it's a cultural resource, a
5 threatened and endangered species, a shoreline
6 management, those type of things.

7 So I don't think we would limit
8 ourselves to a single one. That's kind of what we're
9 looking for is to help us figure it out because this
10 Council and the members on it that deal with those a
11 whole lot more than we have in the past.

12 FACILITATOR MR. WILSON TAYLOR: Renee.

13 MRS. RENEE HOYOS: TVA used to give
14 out grants. I know before I came on the network I
15 was a recipient of a TVA grant.

16 So how would this be different than
17 current granting or previous granting that you had
18 done to get specific projects done?

19 DFO MR. BRUCE SCHOFIELD: Well, I
20 think the previous grants that we would provide were
21 done under an appropriated funding issue, which we
22 don't have. So that's -- TVA doesn't give grants.

23 We do contributions, and that's why we
24 need to look at this, I think, more as an in-kind
25 piece where we would provide technical expertise,

1 some resources to go do that, but providing grants
2 with essentially ratepayer funding is something that
3 we would have a great difficulty in doing in today's
4 environment.

5 FACILITATOR MR. WILSON TAYLOR: Okay.
6 Other thoughts?

7 Erica, if we could go to question one.
8 Thank you.

9 So let's spend some time talking about
10 this question.

11 CHAIR DEBORAH WOOLEY: I just -- I
12 wanted to make a comment before we get into the
13 questions because I think -- and I think it comes up,
14 Mark, from what you brought up where you're talking
15 about a lot of different areas zero, to me there's
16 two things that we have got to accomplish in
17 answering these questions.

18 One is how you get to the point that
19 you're meeting the requirements of your resource plan
20 and taking care of all of the resources.

21 The other is if you do that in a way
22 that is so disjointed or so put out there, then
23 you're not creating ownership under TVA's
24 responsibility to do it, nor are you creating
25 awareness among the public that this is a TVA driven

1 initiative. I think that's part of the concern I
2 hear now is that people wonder what you're doing.

3 So I think if you go through the whole
4 effort to try to create these partnerships, you have
5 to accomplish two things. You have to actually get
6 the stuff done, but you also have to heighten the
7 awareness and visibility of TVA's role in being a
8 keeper of the -- or steward of the resources.

9 And to me in thinking about how we go
10 about doing it, if we're not enhancing the body
11 that's doing it as well as getting it done, then
12 we're leaving something on the table, just a thought.

13 FACILITATOR MR. WILSON TAYLOR: Tom.

14 MR. TOM LITTLEPAGE: So I guess I am
15 back to question one. So is that kind of where we
16 are with looking at is this?

17 I guess I had a couple of thoughts
18 with regards to that. Something Deb just said kind
19 of triggered me in terms of the general aspect is --
20 and we heard a little bit about that yesterday. The
21 idea of TVA ensuring that their vision, their goals,
22 the plans, who to talk to is as transparent as
23 possible.

24 You know, taking the NRP and putting
25 it out there on the web, advertising through PSA's or

1 other vehicles what TVA's vision is and the
2 partnership roles that it's seeking.

3 But in terms of specifically question
4 one, I think in looking at the concept of how to
5 achieve some ability to tap into financing, one step
6 may be to talk to the state resource agencies.
7 Rather than trying to create a Valley-wide entity, it
8 may be that there are existing entities the state
9 resource agencies or watershed specific functions
10 that have broad roles, and there may be opportunities
11 for TVA to start looking at those kinds of vehicles.

12 And it doesn't mean you have to do one
13 or the other, it could be just a matrix of
14 opportunities and options.

15 FACILITATOR MR. WILSON TAYLOR: Avis.

16 MRS. AVIS KENNEDY: I wanted to
17 mention that in my experience, and this discussion is
18 something that has been going on also in the Corps of
19 Engineers for a number of years, my experience has
20 been partners like tangibles, if their name is going
21 to be attached to something, they want people to be
22 able to see it or use it.

23 So one way to start on this would be
24 to look through the NRP and try to identify items
25 that fit that description, you know, buildings,

1 trails. The example we saw yesterday with SORBA was
2 excellent, but they also in their talk opened a door
3 for something else that would be ideal for a
4 partnership. They talked about maps, making maps
5 available.

6 And of course, they are talking about
7 would TVA -- you know, couldn't TVA do that, put the
8 maps out there, but that's the kind of thing that
9 another partner might have an opportunity for --
10 publications is an area where I have seen
11 partnerships be very successful because a lot of
12 agencies have really cut their budget for stuff like
13 publications that put everything on the web that say
14 you want to get it off of there.

15 A lot of people would still like to
16 have a paper map or a paper brochure and it could be
17 an opportunity for another partner to make a
18 contribution to that in-kind from a printer. Even
19 the art designer and that kind of thing to be able to
20 have their name on there, provided by so and so to
21 the Citizens of the Tennessee Valley.

22 I think some of the things described
23 in the NRP that would require some additional
24 funding, like water quality efforts, would be a lot
25 harder to sell to a partner. Well, we made these

1 great contributions to Tennessee Valley Authority.

2 Well, where is the thing you paid for?

3 Well, you know, it's molecules there
4 in the river and that I just don't -- some things
5 just don't lend themselves to those partnerships as
6 well.

7 FACILITATOR MR. WILSON TAYLOR: And we
8 have added that, Avis, to the second question,
9 something tangible. Thanks.

10 Russell.

11 MR. RUSSELL TOWNSEND: I think this
12 goes back to No. 1, but I think it's a cautionary
13 statement that could apply to any of the questions in
14 this situation.

15 I just see when you're looking for --
16 you know, to create these cooperative partnerships,
17 you really need to have some kind of management
18 entity created, whether it's an in-house TVA
19 organization or a separate foundation that really
20 keeps an eye on TVA's goals and objectives,
21 especially those associated with the NRP because I
22 see the bike trails as being a wonderful thing. It's
23 things people can get excited about. They go out and
24 make trails.

25 Also, if you're not careful about how

1 and where you do that, you jeopardize other resources
2 if you allow bike trails to be made without cultural
3 resource surveys being taken first. If you don't
4 take into consideration the effects trails have on
5 erosion and damaging water quality, things like that,
6 then you get all of these potential things across
7 purposes.

8 So I think you really want to have
9 some kind of clear management that says that this is
10 a good objective here, this partnership will do these
11 good things, and it won't hurt any of these other
12 things we're trying to do.

13 FACILITATOR MR. WILSON TAYLOR: So the
14 whole unintended consequences, make sure we should
15 manage that.

16 MR. RUSSELL TOWNSEND: Yeah.

17 FACILITATOR MR. WILSON TAYLOR: So
18 let's capture that. Is that what you're talking
19 about?

20 MR. RUSSELL TOWNSEND: Yeah.

21 FACILITATOR MR. WILSON TAYLOR: Let's
22 make sure we include that, if possible.

23 MR. RUSSELL TOWNSEND: Sure.

24 FACILITATOR MR. WILSON TAYLOR: Okay.
25 Anything else, Russell?

1 MR. RUSSELL TOWNSEND: That's it.

2 FACILITATOR MR. WILSON TAYLOR: Thank
3 you, sir.

4 George.

5 MR. GEORGE KITCHENS: You surprised
6 me. This sort of falls in with Avis' comment about
7 tangibles. In the Tennessee Valley we have got
8 organizations here that are, you know, rock quarry
9 outfits that might, with some PR associated with it,
10 be willing to donate stone for shoreline
11 preservation.

12 If it is planting native species or
13 something like that, perhaps a corporation would
14 sponsor the whole thing if they got the offset in
15 carbon credits or something for planting that.

16 Then the crazy ridiculous thing I was
17 having fun with yesterday is selling naming rights to
18 the reservoirs so that on every fishing tournament,
19 you know, you're looking at the Bass Pro Shop Wilson
20 Reservoir, you know, and that provides funding for
21 your foundation.

22 FACILITATOR MR. WILSON TAYLOR: Did we
23 capture that?

24 MR. GEORGE KITCHENS: Close enough.

25 FACILITATOR MR. WILSON TAYLOR: We

1 didn't capture the naming rights.

2 MR. GEORGE KITCHENS: I guess the
3 other thing that goes along with the naming rights is
4 every stadium in the country that has a corporate
5 sponsor's name on it is owned by the city or the
6 county governments in which those parks are built.
7 So, I mean, I don't see it as being too crazy for us
8 to look at doing something like that if it generates
9 resource -- the funds that we could use for the
10 preservation of the resource. So that was the logic.

11 FACILITATOR MR. WILSON TAYLOR: Okay.
12 I want to capture that so we can discuss it later.

13 Okay. Bob.

14 MR. BOB MARTINEAU: I would just -- I
15 think there's huge opportunities for those kinds of
16 partnerships, whether they are 501c3 foundations or
17 not. At our state parks we have a lot of friends'
18 groups that are set up as separate entities that do
19 land acquisition, build trails, tens of thousands of
20 hours of volunteer time, things that either the state
21 can't do from funding or just to compliment things.

22 I think we're looking at, you know,
23 there are greater opportunities. I mean, you know,
24 public universities, city libraries, and stuff all do
25 some kind of separate foundation fund raising to

1 supplement the public dollars that go into that and,
2 you know, you get the -- you may not name the library
3 itself after it, but the plaque on the wall is the
4 corporate sponsors, individual sponsors, or, you
5 know, it's the so and so reading room.

6 Universities all name their buildings
7 after large corporate donors or individual donors and
8 they're stated entities, you know, public entities.
9 So there shouldn't be a problem ultimately with doing
10 that if you'd just set it up and do it right.

11 And then you tend to get people to do
12 tangible things, and you may be able to do things
13 like water resources and stuff, but add an entity,
14 you know, Friends of, you know, Great Smoky Mountains
15 National Park we heard about yesterday, \$35 million,
16 I mean, but it's that park as opposed to -- we don't
17 have a Friends of Tennessee State Parks, we have a
18 Friends of Radnor Lake, we have Friends of the South
19 Chickamauga, you know, Cumberland Trail, you do that
20 entity so they can tie it into those specific
21 entities where they can participate.

22 FACILITATOR MR. WILSON TAYLOR: Hold
23 on a second. We will come back to you in a minute,
24 Bruce.

25 Jean.

1 MRS. JEAN ELMORE: I'm trying to think
2 outside the box here for just a little bit. One of
3 the things that comes to mind for me, and this is not
4 a big financial entity of which we are certainly
5 discussing here, but we need volunteers in all areas.

6 Throughout the Tennessee Valley in
7 every small city and town just about there is a
8 Junior Auxiliary Chapter. They work primarily with
9 children, and their motto is, "Care today, character
10 tomorrow." They are always looking for projects.

11 So I see that this could be pretty
12 widespread, and then a lot of it would go into the
13 second question of the benefits of not only teaching
14 these children about TVA and about natural resources
15 and things that they could do it would -- and
16 sometimes because they are a 501c3 entity, they're
17 funded by donations and they -- if they really get
18 their teeth into a project, I mean, they do things
19 such as establishing playground parks and -- you
20 know, I mean, it could be just really broad if they
21 really buy into it. They would also then, the ones
22 working on it, learn more about TVA and the natural
23 resources and what is available.

24 FACILITATOR MR. WILSON TAYLOR: Thanks
25 for that thought because it sort of sets the stage

1 for future -- the future generation of people who
2 maintain.

3 MRS. JEAN ELMORE: Right. And good
4 PR.

5 FACILITATOR MR. WILSON TAYLOR: Avis,
6 Russell, and then back to Tom.

7 MRS. AVIS KENNEDY: We had ours up
8 accidentally.

9 MR. TOM LITTLEPAGE: Yeah. I guess I
10 was wrestling with something, and I think Jean just
11 sort of touched on it. You know, as we talked about
12 the NRP and those processes, I guess, we tried to
13 facilitate a way for people to approach TVA, you
14 know, try to open up access, try to be transparent,
15 try to provide information.

16 To what degree is TVA looking for --
17 internally setting up a process where people from TVA
18 could reach out, in other words, identifying those
19 environmentally friendly activities, you know, we saw
20 mountain biking, you know, birding or photography or
21 folks --

22 MRS. JEAN ELMORE: Hiking.

23 MR. TOM LITTLEPAGE: Yeah, nature
24 hiking, or folks that may have an interest in
25 understanding cultural resources and wanted to see

1 some aspect of the historical aspects of the Valley,
2 the idea of TVA approaching some of those groups, you
3 know, kind of reversing the chain of communication
4 and reaching out, you know, it's something you have
5 to do carefully and target it to a great degree, and
6 it may be different in different parts of the Valley,
7 who the groups are.

8 One approach is, you know, given the
9 success of the SORBA with the Chattanooga group, and
10 we touched on this yesterday, to what degree could
11 other aspects of the Valley -- that would just be
12 provided for other areas of the Valley to reach out
13 to those local chapters that may exist and say, look,
14 your sister chapter has been able to do this, we
15 would like to help you in some fashion, you know,
16 it's not carte blanche and we're not here to tell you
17 we have got lots of money, but if you're willing to
18 put in some sweat equity and some potential dollars
19 we may can help you do something you like to do.

20 So it's sort of a different sort of
21 mindset of instead of being the one reacting to the
22 request, you're gently seeking those kind of mutually
23 beneficial activities that provide access and
24 openness to the public lands but in a way that cannot
25 open the door to a lot of abuse or cause problems,

1 the unintended consequences as Russell talked about.

2 FACILITATOR MR. WILSON TAYLOR: Bruce.

3 DFO MR. BRUCE SCHOFIELD: And I will
4 go back and -- to the NRP. There is -- one of the
5 key components of the NRP is that partnership
6 program, and what we have is a number of partnerships
7 across the Valley. We have Friends of Norris Lake.
8 We have any number of them.

9 And I may impose upon the folks in the
10 back and talk to either Tiffany or Tina to get
11 comments on where we are today, what we're looking
12 for in the future as kind of the -- those have been
13 spotty. Those have been hit or miss.

14 I agree with your comment on -- about
15 us being more proactive in seeking those. Those have
16 been more or less been reactive. Those -- we get
17 them when we can.

18 So there's a number of them out there.
19 We're in the process of trying to formalize that
20 process and put it all together, whether setting it
21 up as a foundation as opposed to just a partnership
22 where we exchange sweat equity and we provide trash
23 bags and those things for cleanup is what we're going
24 to do, but we do have a lot of those in place.

25 Comments? Tiffany? Tina? You don't

1 have to.

2 MRS. TINA GUINN: Well, one thing --

3 FACILITATOR MR. WILSON TAYLOR: Can
4 you come to a mic, please?

5 MRS. TINA GUINN: We do a have lot of
6 partnerships that are ongoing. Generally they have
7 been done in each field office. One thing we're
8 trying to do to establish that foundation I talked
9 about yesterday, not a partnership foundation, but
10 learn where we are in and assess where we are is to
11 canvas all of our offices and find out who we have
12 worked with in the past, what kind of work and
13 partnership and projects we have with them in the
14 past because those are often our volunteer groups,
15 but there may be other groups that we can do in-kind
16 services with. That's something that we have started
17 in the last two months is trying to find out exactly
18 where we are.

19 We have approached a couple of
20 businesses. Like y'all mentioned, we went to like --
21 can I say the names?

22 We went to Ingram Barge and presented
23 a program to them and had sites -- cultural sites for
24 stabilization and ready-made projects so that if they
25 were interested they could come to us and we had

1 shovel-ready projects ready for them to do. So
2 there's that type of reaching out we have done as
3 well.

4 FACILITATOR MR. WILSON TAYLOR: Thank
5 you.

6 MR. TOM LITTLEPAGE: And does that --
7 I'm sorry. Does that also include reaching out to
8 TVA employees that may have hobbies in these areas
9 and trying to encourage them through the TVA staff
10 newsletter and those vehicles if you -- you know, you
11 have this activity, we have a way to -- you know, you
12 encourage the employees to help reach out in that
13 process, too.

14 DFO MR. BRUCE SCHOFIELD: Yes. If I
15 am not too far mistaken, that's where the in-road
16 from SORBA came from because they were approached and
17 the individual they approached in that particular
18 watershed area is a mountain biker. So that's what
19 got that going and those in-roads.

20 So, yeah, we encourage our employees,
21 particularly in the property areas, to go out and be
22 those evangelists, if you will, about going out and
23 getting us help.

24 FACILITATOR MR. WILSON TAYLOR: Jean.

25 MRS. JEAN ELMORE: I just need to

1 correct something on that or possibly add to. It
2 says Junior Leagues. The Junior League is in your
3 major cities, Memphis, Chattanooga, Nashville,
4 Knoxville. They're primarily funding, and they might
5 very well be interested in, you know, contributing.

6 The Junior Auxiliaries are in your
7 smaller entities. They are a lot more of them and
8 they are hands-on, you know, with the children. So
9 actually you have, you know, both that could be
10 contributors in a different way.

11 FACILITATOR MR. WILSON TAYLOR: Okay.

12 CHAIR DEBORAH WOOLEY: A couple of
13 thoughts. One is that we're kind of looking at two
14 different things here. One is TVA reaching out. One
15 is kind of recruiting in.

16 I think the reaching out can be
17 handled if internally you have really looked at how
18 much you want to take home because you can reach out
19 across an area as large as yours and end up with such
20 a wide array of partnerships that nothing gets done
21 well.

22 I think on the inviting people to come
23 to you to try to get the word out, that's a good
24 idea, but I think internally some work needs to be
25 done. TVA has historically kind of been reluctant to

1 say no to anybody. It's kind of a one size fits all
2 if anybody comes. And to have a good partnership
3 it's going to be have to be an organization that has
4 credibility and that has sustainability because you
5 don't need projects that are started and they go away
6 in six months. You don't need some kind of friend
7 group that's using you-all for their own mission.

8 So I think internally there needs to
9 be some real definition of what and how you want
10 partnerships and how much you can effectively manage.
11 I mean, this is baby steps. It's not do it all at
12 once.

13 Then also some criteria of who you
14 want to be partnered with because who you partner
15 with reflects on you as much as it does on what does
16 or doesn't get done.

17 FACILITATOR MR. WILSON TAYLOR: So,
18 Deb, let's stay on that -- go to question three and
19 stay on that note about criteria because, one, you
20 talked about being focused or you didn't say focused
21 but you said --

22 CHAIR DEBORAH WOOLEY: Yeah, focused.

23 FACILITATOR MR. WILSON TAYLOR: --
24 making sure you are focused on the right things. So
25 if we can add some of that into question three.

1 CHAIR DEBORAH WOOLEY: And I think
2 we're kind of jumping all over the place.

3 FACILITATOR MR. WILSON TAYLOR: That's
4 okay. I think they're capturing it though. Being
5 focused would be helpful. So we will add that as
6 well.

7 Russell.

8 MR. RUSSELL TOWNSEND: I would like to
9 add to what Deb just said because I think it's very
10 important. I was thinking about all of these
11 friends' groups, and I was thinking about Friends of
12 the Great Smoky Mountains National Park, they don't
13 have Friends of Smoke Mount Campground and Friends
14 of, you know, Cade's Cove and so and so cabin or
15 whatever. It's the Friends of the Great Smoky
16 Mountains National Park.

17 So you get some people that are very
18 interested in trails, being contributors, and their
19 money doesn't go to trails this year because the park
20 service through, you know, their surrogates and the
21 friends say it's going to go managing the elk herd
22 this year.

23 So I really think, you know, yeah,
24 opportunities on -- you have got to have volunteers,
25 you have got to have corporate partnerships, but I

1 think that stewardship foundation is something you
2 really want to look at and seriously consider doing.

3 I think of the Cherokee Preservation
4 Foundation, and the Cherokee Preservation Foundation
5 is a foundation that's set up to take some of that
6 casino gaming money and give it out to folks who are
7 trying to do cultural resource preservation projects.

8 TVA could be a recipient of some of
9 those funds and they ought to apply for those grants
10 all the time. The important thing is that that group
11 has a board that's controlled by the tribe. So when
12 they get projects in and they look at these projects
13 and they say, where are we going to fund this year,
14 they have control over that.

15 So you're not looking at a group
16 raising \$3,000 at Norris Lake and a group that raised
17 2,500 for something at Wilson and not being able to
18 do anything with it. You have a group that focuses
19 that.

20 I think if you control that
21 foundation, if you have that foundation set up and
22 really, you know, lay upon it accolades and praise
23 that it's taking care of the whole Valley and it's
24 doing things that TVA, as a corporate energy
25 provider, just can't do, then you turn that group

1 into a heroic organization that you can then focus
2 like a spotlight on those things of the NRP that
3 really need to be done right then and there.

4 FACILITATOR MR. WILSON TAYLOR: Thank
5 you. Renee.

6 MRS. RENEE HOYOS: Yeah. This is kind
7 of along those lines. When we were talking earlier
8 about partnerships and putting out the call to have
9 people come to us or going out to them, it might be a
10 good idea to figure out what it is that this
11 foundation wants to do first instead of just putting
12 out the call far and wide saying this year we're
13 going to -- the next three years we're going to focus
14 on X project. We're going to do -- we're going to
15 create a Tennessee Valley wide Roosevelt biking trail
16 that's going to be 300 miles or something like that,
17 but it's something that people can galvanize so
18 you're not just getting all kinds of offers. You
19 have got a real focus about what you want to do in
20 the first few years.

21 FACILITATOR MR. WILSON TAYLOR: Thank
22 you.

23 Deb.

24 CHAIR DEBORAH WOOLEY: I hate these
25 mics. It's one more thing I have to remember.

1 I think I'm reiterating what they are
2 saying. I think it's real important. The purpose
3 we're -- the reason we're sitting here talking about
4 all of this is because TVA developed and adopted an
5 NRP with clear goals, clear times and things were
6 supposed to be accomplished.

7 So random things being done, unless
8 they fit into that, don't really do it. So if you
9 really have belief in your plan and you really
10 believe that the way you have laid out your plan
11 results in a real stewardship preservation,
12 conservation of resources within the Valley, then a
13 foundation or whatever you're doing, needs to focus
14 towards those goals as opposed to partnering with
15 some group that wants to put a trail here but it
16 really doesn't accomplish anything that you're trying
17 to accomplish and the goals.

18 FACILITATOR MR. WILSON TAYLOR: And so
19 if we can add that to one of the questions in terms
20 of making sure whatever -- back to Renee's point,
21 whoever we solicit to join us or we -- or they bring
22 of their own volition, make sure it aligns with the
23 NRP, is that a good way of capturing that?

24 MRS. RENEE HOYOS: Well, that it
25 aligns with the NRP but also that it fits under a

1 goal that you want to accomplish in that first time
2 period because the NRP is huge. So if you just put
3 the call out, you're going to get education and
4 monitoring and trails. You're going to get all of
5 these requests. And without narrowing it down, it
6 just becomes confusing and overwhelming.

7 CHAIR DEBORAH WOOLEY: I think what
8 we're really talking about here is really not one of
9 the questions, but it's really how TVA needs to
10 define and manage the process that then leads to
11 these questions. And because we don't have that
12 clear definition or process that you-all have
13 determined how you select partners, how you're going
14 to value, how you're going to guide what they do, how
15 you're going to share credit, what the purpose is,
16 the questions follow that, and I think that's kind of
17 where -- am I wrong?

18 FACILITATOR MR. WILSON TAYLOR: Renee.

19 MRS. RENEE HOYOS: I really agree with
20 what Russell said. I think it really requires an
21 external foundation that's branded that is a separate
22 identity.

23 I don't know that Friends of the
24 Tennessee Valley Authority would necessarily be the
25 right brand, but certainly some kind of -- sorry. I

1 don't know what you'd call it, but you definitely
2 do — like Russell said, you want to make it heroic
3 and sweeping and regional and — but it needs to be
4 quite its own separate entity. And probably it needs
5 to be its own entity. I think if you piggyback on a
6 lot of other organizations, you're going to get mixed
7 up with their own separate missions, and that would
8 cause a lot of conflict.

9 FACILITATOR MR. WILSON TAYLOR: Okay.
10 Jean, did you have a comment?

11 MRS. JEAN ELMORE: No, not right now.

12 FACILITATOR MR. WILSON TAYLOR: Okay.
13 Deb, are you good?

14 CHAIR DEBORAH WOOLEY: Yes. Sorry. I
15 don't like signs either.

16 FACILITATOR MR. WILSON TAYLOR: Avis.

17 CHAIR DEBORAH WOOLEY: Don't like
18 signs either.

19 MRS. AVIS KENNEDY: I think Renee made
20 a really good point, and I had been trying to find a
21 way to say that a little tactfully because the Corps
22 of Engineers has the same problem. It's like
23 charismatic wildlife versus noncharismatic wildlife.

24 You know, people love to save the
25 mountain lion and the panda. The pink mucket pearly

1 mussel just doesn't have that same image. So the
2 National Park Service does have kind of a
3 romanticized image of an agency, whereas, I think
4 primarily because there are other missions other than
5 stewardship and recreation. TVA and the Corps both
6 maybe don't have that same charismatic image.

7 So going back to something Bob said,
8 he talked about connecting friend groups with a
9 specific park either with a specific lake, or if you
10 want to go for something broader in the foundation,
11 using the words lakes and rivers and not necessarily
12 using the word authority. It's a simple thing, but I
13 do think it would contribute to the success of the
14 foundation.

15 The Corps has a foundation, which has
16 been going for maybe five to six or seven years.
17 It's, I think, struggling in some ways, and part of
18 the reason maybe is it's called The Corps of
19 Engineers Natural Resources Education Foundation.

20 MR. RUSSELL TOWNSEND: Wow.

21 MRS. AVIS KENNEDY: Does that -- get
22 out your checkbooks. And I can, if anyone is
23 interested, I can talk more about kind of how they
24 work and what they have done, but going towards a
25 more charismatic name of the group, I think, would be

1 good.

2 FACILITATOR MR. WILSON TAYLOR: Tom.

3 MR. TOM LITTLEPAGE: Yeah. I guess
4 what I am wrestling with, and I don't want to
5 discourage the -- some of this communication or
6 conversation because I think it's very good, but I
7 think Deb touched on this, it needs to focus on the
8 plan.

9 I am a little concerned we create a
10 bureaucracy to manage this process, and really the
11 success stories that you generally see are small
12 isolated pockets of people who gather the right
13 resources and go do something.

14 I would encourage TVA as they think
15 about this process of how you implement the plan to
16 obviously be consistent with the plan, but maintain
17 the ability to be local and be flexible as long as
18 it's lined up with the provisions and the timing, you
19 know, given the phasing that's being proposed, but
20 find ways not to discourage.

21 Find ways to say yes when you have
22 those pockets of interest, even though they are not
23 on a broad scale or maybe as focused as you might
24 like. But be careful as you build a process that it
25 becomes so monolithic that it discourages the very

1 thing you're trying to encourage.

2 FACILITATOR MR. WILSON TAYLOR: Okay.

3 Thanks, Tom.

4 Bruce.

5 DFO MR. BRUCE SCHOFIELD: No. I am
6 good.

7 FACILITATOR MR. WILSON TAYLOR: Okay.

8 George.

9 MR. GEORGE KITCHENS: Just to tag on
10 to some of this, our task could be much worse. We
11 could be trying to trying to find funds for the IRS.

12 I do share with Tom the idea that --
13 and we may just organizationally need one overarching
14 organization that could shepherd more local emphasis
15 or groups that do care about one reservoir, one
16 creek, one aspect of doing something nice for the
17 resource. So, again, I am glad we're not with the
18 IRS right now or maybe even TSA would be another one.

19 FACILITATOR MR. WILSON TAYLOR: Deb.

20 CHAIR DEBORAH WOOLEY: I don't really
21 know TVA's internal structure that well, but I
22 know --

23 MR. BOB MARTINEAU: It changes every
24 day.

25 CHAIR DEBORAH WOOLEY: It does. And

1 we will know another one in May. I know that if you
2 take a plan, a strategic plan, an NRP, and you use it
3 internally and you set it up to set your goals and
4 your accountabilities for that year, you kind of set
5 the broad ones of this is what we're going to
6 accomplish and then internally you start breaking it
7 down to either your regional field offices or your
8 reservoirs or however you want to do it.

9 Then within those areas, those are the
10 people to me that under the umbrella of whatever this
11 is that you end up creating, whether it's a
12 foundation, they are the outreach to the locals to
13 say, okay, we're going to do this here, but that
14 feeds into meeting this goal that the NRP says we
15 have to meet by -- that's kind of an internal
16 management buy-in.

17 At the same time if you want to get
18 outside organizations to be willing to partner and to
19 do some of the things you need done, I think you have
20 got to do an outreach to the interested parties or
21 maybe not know they are interested parties yet but
22 potential interested parties about the NRP so they
23 understand what it's trying to do and how it's trying
24 to do it. There needs to be some buy-in ownership
25 all the way around, I think.

1 FACILITATOR MR. WILSON TAYLOR: Okay.
2 Bruce, do you want to -- have you got some thoughts
3 or wait until later?

4 DFO MR. BRUCE SCHOFIELD: Wait until
5 later.

6 FACILITATOR MR. WILSON TAYLOR: What
7 else? Anything else?

8 Let's go back to question one and take
9 a look at that question and let you read it for a
10 second to see if there's anything to add for that.

11 Tom.

12 MR. TOM LITTLEPAGE: Let me just -- I
13 made that point, it's the first bullet, it really was
14 in regard to looking at specific financial entities
15 that may be in existence. It wasn't as broad as it
16 explained there. It was more geared towards talking
17 to resource agencies about kind of what Bob
18 mentioned.

19 Are there specific avenues or
20 opportunities or partnerships that they have in place
21 that TVA may could piggyback with, whether they were
22 501c3's or other nonprofit kind of entities?

23 FACILITATOR MR. WILSON TAYLOR: Take a
24 minute for us to capture that here and see if we can
25 get it like you want it, Tom.

1 MS. ERICA WADL: Does that capture it?

2 MR. TOM LITTLEPAGE: Yeah.

3 FACILITATOR MR. WILSON TAYLOR: Okay.

4 All right. Thanks. We're going to -- continue to
5 scroll down, please, in question one.

6 Okay. Everybody ready to continue to
7 scroll down?

8 Scroll down, please. Okay.

9 CHAIR DEBORAH WOOLEY: Go back just
10 one or two lines.

11 FACILITATOR MR. WILSON TAYLOR: Go
12 back.

13 CHAIR DEBORAH WOOLEY: I was just
14 going to say on the one where it's the strategic plan
15 for the foundation, before soliciting funds I think
16 somewhere we need to say in there that that strategic
17 plan has to be tied to the NRP because if you don't
18 have similar goals then you're off on another
19 highway.

20 FACILITATOR MR. WILSON TAYLOR: Okay.
21 Other thoughts or comments?

22 Scroll a little bit more, please. A
23 little bit further, please. That's good. I just
24 wanted to capture what we have got on one.

25 If I may, Madam Chair, go ahead and

1 take a quick break. So let's take a 15-minute break
2 and we will come back and add some more.

3 Before we take a break, Jack.

4 MR. JACK SIMMONS: This just struck
5 me. I was thinking about in terms of the other
6 programs that TVA does with the power distributors
7 related with how to help fund certain things that end
8 up in the power supply portfolio, it would seem that
9 you might want to think about here that, you know, a
10 foundation is one thing, but if you look at the fact
11 that TVA has gotten renewed interests on renewables,
12 for instance, the Green Power Switch Program allows
13 customers of each of the power distributors to
14 contribute \$4 a month for a block of green power that
15 TVA then takes that money and uses it as they need.

16 You might could look at the same kind
17 of thing for people in the Valley through their power
18 bill to contribute to helping to fund the Natural
19 Resource Plan efforts.

20 FACILITATOR MR. WILSON TAYLOR: Okay.
21 Let's go ahead and add that.

22 MS. ERICA WADL: I was trying to
23 figure out how to phrase that.

24 FACILITATOR MR. WILSON TAYLOR: So
25 would the partnership be, Jack, with the distributors

1 to —

2 MR. JACK SIMMONS: The Green Power
3 Switch Program is with the distributors. So a
4 customer of EPB in Chattanooga makes a decision
5 whether they want to support the concept of renewable
6 energy. So they elect to pay an extra \$4 per block,
7 and they can buy as many blocks as they like, to help
8 fund that specific program but then TVA has the
9 wherewithal to guide where that goes.

10 So I don't know if power bill is the
11 right opportunity or if there's some kind of other
12 program they could put in place that lets
13 individuals, you know, provide funding through some
14 mechanism to allow us to continue to do the things in
15 the region that were typically funded through the
16 congressional appropriations in the past.

17 I would bet you that most people don't
18 really realize that that 70 to \$150 million that
19 you-all got at one time that TVA doesn't get anymore.
20 I think a lot of people think that everything TVA
21 gets is coming from federal money.

22 Maybe there's an emphasis that you can
23 put on education of how things have changed over time
24 and raise awareness level to the people that none of
25 this stuff is free, but you do have an opportunity to

1 contribute to that.

2 If you're a big boater on Chickamauga
3 Lake and you want to contribute to some of that, you
4 know, there's folks that want to keep that resource
5 maintained. And if they had the opportunity to
6 contribute through one of those mechanisms, you might
7 be surprised how much money you would get from that.

8 That way you don't get into all of
9 this dialogue about special interest groups and so on
10 because that money is put in that pot and they trust
11 that it's going to be used for that effort and you
12 don't get a lot of governance from stuff that you
13 don't necessarily need.

14 FACILITATOR MR. WILSON TAYLOR: Okay.
15 Thanks, Jack. That goes back to Russell's comment
16 about the 2,500 here or 2,000 here, it goes into one
17 pot and you can make strategic decisions.

18 George.

19 MR. GEORGE KITCHENS: I hate throwing
20 water on a great idea that Jack just put forward
21 but --

22 MR. JACK SIMMONS: He does that all
23 the time because he's my chairman.

24 MR. GEORGE KITCHENS: But the
25 distributors have got to be very careful about what

1 we let happen on a power bill. There are United
2 Ways. There are Red Crosses. There are a lot of
3 good charities in your communities that would love to
4 have access to our power bills to raise funds for the
5 good things that they do, and for the most part, I
6 mean, not for the most part, we don't let people do
7 that.

8 The Green Power Switch Program is
9 entirely different in that it is something that TVA
10 is selling through a distributor that has a tangible
11 and nice benefit to the consumer. So that makes it a
12 little bit different.

13 But if we're funding a charitable
14 501c3 thing, then I would probably poo-poo all over
15 that just because there are too many other good ones
16 out there, I mean, right down to the local Baptist
17 church on the corner that may want to send poor
18 children to camp this summer and would love to have
19 access to my power bill to do that.

20 MR. JACK SIMMONS: I think George has
21 a good point. Maybe the way to focus what my comment
22 was is provide some kind of mechanism. And using The
23 Green Power example and the power bill as a way to
24 get that mechanism funded, maybe there's another way
25 to do it.

1 The point is: Can you involve the
2 general public who just has a conscience and a
3 willingness to contribute to support these things and
4 having ability to do that?

5 Leave it off the power bill but get it
6 some other way.

7 FACILITATOR MR. WILSON TAYLOR: Maybe
8 more around education and information if you can do
9 that. So let's stay right there and see if we can
10 add a feature to clarify the discussion between
11 George and Jack in terms of education and outreach,
12 not necessarily adding to the power bill.

13 All right. Mark.

14 MR. MARK HOMMRICH: Another crazy idea
15 that just occurred to me, kind of piggybacking on
16 what he's talking about, the State of Tennessee has a
17 license plate program. If you were to create this
18 foundation and brand it correctly, like the comments
19 that Renee made, separate from TVA, you know, that
20 might be a vehicle to get some additional funds.

21 And also another comment I would like
22 to make related to my specific industry, and I think
23 Tina mentioned it already, she said Ingram Barge, I
24 think there's an opportunity for -- to approach some
25 of the carriers and the people that use the Tennessee

1 River because, you know, our industry tends to get
2 bashed by environmentalists from time to time.

3 So they are seeking opportunities. I
4 know some of the big barge lines have partnered with
5 the nature conservancy and some other organizations
6 like that to kind of get their message out and
7 demonstrate, you know, responsibility and that they
8 do care about these things.

9 FACILITATOR MR. WILSON TAYLOR: All
10 right. Thank you.

11 Mark.

12 MR. MARK IVERSON: Picking up on the
13 distributor theme a little bit, and I understand what
14 George is saying, we also tend to be very cautious
15 about what gets put on the bill.

16 We do have 12 opportunities a year
17 communicating with customers through bills. We use
18 that for educational opportunities to talk about
19 various programming that's available. If TVA might
20 want to consider engaging with the distributors on
21 how at least the general public can become aware of
22 the Natural Resource Plan and how to be involved in
23 that plan and so use distributor communication
24 method, whether that's magazines or bill stuffers or
25 whatever as maybe a way to engage in the education

1 part.

2 FACILITATOR MR. WILSON TAYLOR: All
3 right. Thank you.

4 Renee.

5 MRS. RENEE HOYOS: Well, this kind of
6 goes back to George's comment, but I really think
7 that the NRP -- funding the NRP through the bills is
8 actually appropriate because you're getting your
9 energy from a resource that we're trying to protect.

10 So it's unlike the corner Baptist
11 church that wants to send kids to camp. This
12 actually directly has a direct impact on the resource
13 from which we're getting our energy from. So I think
14 it would be appropriate to have a check box on the
15 bill.

16 FACILITATOR MR. WILSON TAYLOR: Okay.
17 Deb.

18 CHAIR DEBORAH WOOLEY: Am I the person
19 standing between us and break now?

20 FACILITATOR MR. WILSON TAYLOR: No.

21 CHAIR DEBORAH WOOLEY: I think this is
22 probably more of a suggestion than an answer to one
23 of your questions, and it's probably something that I
24 would recommend for the TVA communications
25 department, but I think you-all need to develop a

1 full scale branding and marketing of the NRP.

2 I mean, I'm sure probably most of
3 Renee's members have read it. I can promise you if I
4 surveyed my members probably two have read it and the
5 rest will not read it. I mean, I am talking about
6 not what you did when you announced it was released
7 and put it on the website and said, here's our
8 20-year plan and it's there, but it's a selling of
9 the plan.

10 It's taking some of the short-term
11 goals and using those to communicate with. It's
12 being able to have some things you're marking off,
13 but when you do you relate it to the bigger thing. I
14 think you really need this whole selling before we
15 can put it on the power bill or put it in a flyer or
16 go out and raise money.

17 It's a part of your image, but it's
18 also -- I mean, we sit here and brag about this is
19 the first time it's ever been done. It's a very
20 strong plan. We heard some goals yesterday.

21 The public is not going to be
22 impressed with the fact that you're, you know,
23 identifying all of your resources or you're
24 categorizing some -- cataloging something, but they
25 will be impressed if you say you're going to do X

1 amount of recreational opportunities and here's some
2 things that are happening.

3 So I really think that's something
4 internally that needs to be done to really start
5 marketing and making visible Tennessee -- the TVA's
6 responsibility towards the resources and then
7 relating small steps to it so people can take some
8 ownership and can take some pride in what's
9 happening.

10 FACILITATOR MR. WILSON TAYLOR: So
11 that last bullet, does that capture it or do you want
12 to expand more on that?

13 CHAIR DEBORAH WOOLEY: I don't know.
14 That's fine. I mean, it's just got to be an ongoing
15 thing. It's got to be little things that relate to
16 the fact that you have a long-term goal and plan to
17 get us beyond being basic to being, you know, record
18 setting.

19 FACILITATOR MR. WILSON TAYLOR: Part
20 of that goes back to Jack's comment about people may
21 not realize we don't get the appropriations, but as
22 Mark said you have these opportunities 12 times a
23 month just to educate people.

24 Back to George, maybe we don't ask
25 them for money, but we do point them from the web

1 site -- from the distributor web site to the NRP, and
2 that way it increases the education piece.

3 Other comments or questions?

4 Okay. There being none, let's take a
5 15-minute break. Thanks.

6 (Brief recess.)

7 FACILITATOR MR. WILSON TAYLOR: We're
8 ready to go ahead and reconvene if everybody will
9 take a seat.

10 Okay. So let's look back at question
11 one. During the break I was looking at question one
12 and just -- I know we've spent quite a bit of time
13 talking about stewardship foundations, and I think we
14 talked some about junior auxiliaries and other groups
15 like that.

16 In thinking about question one and
17 opportunities where you look at the information in
18 parenthesis, volunteers, corporate partnerships, and
19 with stewardship foundations are there other
20 opportunities that we didn't identify that TVA could
21 pursue to help achieve our goals?

22 So let's just kind of go back to
23 question one again. We have got quite a bit of
24 information, but are there other volunteers,
25 corporate partnerships that we TVA could use?

1 Russell.

2 MR. RUSSELL TOWNSEND: Specifically I
3 will remind you again of two tribal resources. One
4 is federally recognized tribes being semi-sovereign
5 dependent nations that can offer a lot in the form of
6 resources. It may not all be money, it may be
7 manpower and other resources, but your tribal
8 partners can certainly be good partners.

9 The other thing is I don't know about
10 every tribal group that has a casino, but you have
11 all of those tribes in Oklahoma that were removed
12 from the area, a total of about 20 tribes or so that
13 TVA regularly consults with.

14 Some of those may have granting
15 foundations, like Cherokee Preservation Foundation,
16 and I suggest TVA utilizes those groups heavily. We
17 have two grant cycles a year. A small grant is
18 \$20,000, a large grant up to a quarter of million
19 dollars. Those kinds of grants are frequently given.
20 There's no reason that TVA is not taking advantage of
21 that two times a year.

22 So thank you.

23 FACILITATOR MR. WILSON TAYLOR: Deb.

24 CHAIR DEBORAH WOOLEY: Have we
25 captured in there somewhere, and I can't remember,

1 outreach also to public entities? Q.

2 I mean, I am sure some of the things
3 that Bob has going on are aligned with what you're
4 doing. You have also got communities that have
5 waterways and stuff that go through them. So I just
6 think somewhere we need to not omit state and local
7 partnerships.

8 MS. ERICA WADL: I have nonprofit.

9 FACILITATOR MR. WILSON TAYLOR: So
10 could we add that there?

11 DFO MR. BRUCE SCHOFIELD: Or state and
12 local.

13 MS. ERICA WADL: Is that --

14 FACILITATOR MR. WILSON TAYLOR: Okay.
15 Thanks.

16 Renee.

17 MRS. RENEE HOYOS: There are also a
18 number of private foundations that if you started a
19 501c3 you would be eligible for funding for
20 stewardship activities, education, restoration, that
21 sort of thing.

22 FACILITATOR MR. WILSON TAYLOR: So
23 let's add that as a separate item. Okay.

24 So Russell.

25 MR. RUSSELL TOWNSEND: I don't mean to

1 have this up, but I was just thinking, could TVA like
2 start a rock band, because I hear those guys get a
3 lot of money?

4 CHAIR DEBORAH WOOLEY: Al Gore did for
5 the environment.

6 FACILITATOR MR. WILSON TAYLOR: Are
7 you talking about to do riprap or are --

8 MR. RUSSELL TOWNSEND: That was good.

9 FACILITATOR MR. WILSON TAYLOR: Sorry
10 about that, Russell.

11 Other comments?

12 Tom.

13 MR. TOM LITTLEPAGE: Bruce, if I were
14 you, I would keep George and Russell away from each
15 other.

16 FACILITATOR MR. WILSON TAYLOR: Other
17 thoughts about volunteers or corporate partnerships
18 that we could utilize?

19 Renee.

20 MRS. RENEE HOYOS: I was just going to
21 say that there are some straight-up volunteer
22 organizations, Memphis has a couple of them, that
23 have access to hundreds of people that will volunteer
24 for events and anything you need them to do.

25 FACILITATOR MR. WILSON TAYLOR: Okay.

1 Speaking of that and in looking at the question,
2 Bruce, maybe you could clarify this, do we want some
3 specific names of organizations or just --

4 DFO MR. BRUCE SCHOFIELD: I think what
5 we do is -- I think, you know, what we're putting on
6 the screen now captures that. But as a sidebar, if
7 there are specifics that anyone on the Council might
8 have, we will be glad to jot those names down and
9 reach out to those individuals.

10 FACILITATOR MR. WILSON TAYLOR: Okay.

11 MR. RUSSELL TOWNSEND: Right here in
12 Chattanooga you have Friends of Moccasin Bend which
13 could help with all kinds of bank stabilization
14 projects and things of that nature.

15 MS. ERICA WADL: Do you want me to
16 write these specific groups on the screen or is that
17 for someone else taking notes?

18 DFO MR. BRUCE SCHOFIELD: I am certain
19 that Evan has captured that particular group in his
20 notes.

21 MS. ERICA WADL: I just wanted to make
22 sure.

23 FACILITATOR MR. WILSON TAYLOR: For
24 others, Renee mentioned some groups that are in
25 Memphis and other places. Bruce, do you want to give

1 any opportunity for the Council members to provide
2 specific names?

3 DFO MR. BRUCE SCHOFIELD: That's what
4 I am saying, outside of this, but I am not sure that
5 the Council ratified or approved advice is the place
6 for specific endorsements to go do that. So I think
7 that's something we do outside. They have our
8 contact information and we will go get that.

9 FACILITATOR MR. WILSON TAYLOR: Okay.
10 Thanks.

11 Other comments on question one?

12 Let's go to question two. If we could
13 just scroll down so we can read question two and then
14 we will go back and add to it.

15 So other thoughts on question two, the
16 attributes, benefits or outcomes?

17 Tom.

18 MR. TOM LITTLEPAGE: Yeah. I guess we
19 talked a little bit about the liability issue
20 yesterday working with some of these groups.

21 I think risk needs to be built into
22 that, you know, some way of just assessing risks in
23 terms of the viability of the group to do what
24 they're committing to do.

25 Do they have a large enough membership

1 base?

2 Have they been in existence long
3 enough?

4 Is there anything that just is a flag?

5 And I don't know what -- I'm sure the
6 staff could come up with some specific criteria to
7 just help define that, but just a risk aspect to help
8 look at the group involved.

9 FACILITATOR MR. WILSON TAYLOR: Okay.
10 Just give us just a minute and, Tom, we will capture
11 that.

12 MR. TOM LITTLEPAGE: Okay.

13 MS. ERICA WADL: Could you -- sorry.
14 Could you repeat some of that?

15 MR. TOM LITTLEPAGE: Repeat what I
16 just said, that's going to be hard.

17 Essentially the idea is in that
18 listing of attributes is assessment of risks, looking
19 at the risks of working with particular groups in
20 terms of the size of the group, the long-term aspect
21 of how long they have been in existence, to what
22 degree you can determine they financially can do what
23 they say they are going to do, those kinds of things.

24 FACILITATOR MR. WILSON TAYLOR: Bruce.

25 DFO MR. BRUCE SCHOFIELD: I think the

1 risk management assessment of potential partners and,
2 you know, some of those examples are financial risks,
3 liabilities, whether they are shared or assessed out,
4 sustainable partnership, and, quite frankly,
5 reputation.

6 MR. TOM LITTLEPAGE: Yep, I agree.

7 DFO MR. BRUCE SCHOFIELD: I would like
8 you to specifically add reputation. Oh, there it is.
9 I'm sorry, I wasn't looking. Okay. I'm good.

10 FACILITATOR MR. WILSON TAYLOR: Did
11 that get it?

12 MR. TOM LITTLEPAGE: Yes, sir.

13 FACILITATOR MR. WILSON TAYLOR: So
14 other attributes?

15 Deb.

16 CHAIR DEBORAH WOOLEY: Just one I
17 throw out there, particularly when you're looking at
18 another business, and I think Mark touched on it
19 slightly, is companies or corporate entities are
20 generally looking for a way to be seen as being
21 positive.

22 The larger companies actually have
23 resource conservation plans. So if there's a way you
24 can align some of their goals with some of your goals
25 so that when they do their little annual report they

1 can knock it off, then it -- they are looking for
2 partnerships the same way you are.

3 Again, that comes I think when they
4 become more aware of what your goals are and where
5 you're going, but in talking to corporations and
6 helping them meet their goals of conservation and
7 resource management that would be all they would look
8 for.

9 FACILITATOR MR. WILSON TAYLOR: Renee.

10 MRS. RENEE HOYOS: Along that same
11 vein, you might want to do some background checking
12 of these corporations to make sure that even though
13 they have a whole section on their web site that says
14 they're green and sustainable that they are not
15 violating permits or under litigation for pollution
16 so that you can keep that conflict at bay.

17 FACILITATOR MR. WILSON TAYLOR: Let's
18 take a second to add that and make sure we capture
19 it.

20 CHAIR DEBORAH WOOLEY: It comes under
21 the reputation, too.

22 FACILITATOR MR. WILSON TAYLOR: So are
23 we saying it's already captured in the reputation
24 piece or is it separate?

25 MRS. RENEE HOYOS: I don't know that

1 it needs to be separate, but I think under the risk
2 management it probably needs to be spelled out that
3 you want to make sure that they are not just trying
4 to paint themselves green while underneath it all
5 they are violating permits or breaking the law.

6 FACILITATOR MR. WILSON TAYLOR: Let's
7 go back to the bullet above that one.

8 DFO MR. BRUCE SCHOFIELD: I would
9 change could to should because we ought to do it.

10 FACILITATOR MR. WILSON TAYLOR: Does
11 that capture it?

12 MRS. RENEE HOYOS: You might want to
13 put in environmental compliance history. There you
14 go.

15 FACILITATOR MR. WILSON TAYLOR: Okay.
16 Thanks.

17 Other comments or thoughts on
18 attributes, benefits or outcomes?

19 Jean.

20 MRS. JEAN ELMORE: Of course, the
21 question says the benefits too, as I read it, to TVA,
22 but let's look at the benefits otherwise as well.

23 Benefits to TVA on what I am talking
24 about with the, you know, like Junior Auxiliaries who
25 tend to have a very stellar reputation within their

1 communities, knowledge about TVA for leaders of
2 tomorrow and for the leaders of today, for the ones
3 that would be possibly leading this, they are going
4 to be learning a lot about TVA.

5 Attributes to them would be good
6 teaching opportunities about natural resources and
7 our responsibilities relating to such. And to me, it
8 all has a ripple effect that would go on for years.

9 And I am just talking about one group.
10 This could be any group they would be interested in.
11 That just happens to be one that I know a lot about.

12 FACILITATOR MR. WILSON TAYLOR: So,
13 Jean, we are capturing this in this bullet. See if
14 we're getting it correctly.

15 MRS. JEAN ELMORE: Okay. TVA could
16 benefit and provide TVA to the leaders tomorrow and
17 tomorrows -- leaders of today and tomorrow's leaders.
18 Teaching opportunities about natural resources and
19 our responsibilities relating to such and then the
20 ripple effect that it would have, the benefits of
21 which would go on and on.

22 FACILITATOR MR. WILSON TAYLOR: Okay.
23 It's about 9:30 now. On our agenda I want to
24 change -- okay. No public speakers?

25 MS. BETH KEEL: No public speakers.

1 FACILITATOR MR. WILSON TAYLOR: So we
2 will continue to question two.

3 Thanks, Beth.

4 Jean, did we capture your comment?

5 MRS. JEAN ELMORE: Basically.

6 FACILITATOR MR. WILSON TAYLOR: Okay.
7 Other thoughts or comments on question two?

8 MS. ERICA WADL: Wilson, would it
9 benefit if we had the question posted up there on one
10 screen?

11 FACILITATOR MR. WILSON TAYLOR: That
12 would be fine.

13 MS. ERICA WADL: Go back up to
14 question two to look at? Do you want to look at
15 question two again to make sure we have --

16 FACILITATOR MR. WILSON TAYLOR: So
17 other comments or questions to add about the
18 attributes or benefits or outcomes that would make an
19 organization want to contribute to a stewardship
20 foundation?

21 And I guess to clarify, not a
22 stewardship foundation but any other activity TVA is
23 going, is that a fair way, not just to a foundation
24 but to contribute to the efforts TVA have around
25 natural resources?

1 MR. RUSSELL TOWNSEND: I know it's
2 stating the obvious, and I have just been sitting
3 here debating on if people would think I am being a
4 smart Alec, but you want to have mutual goals and you
5 want to have name recognition for these groups
6 that -- those are two obvious things that, you know,
7 if I am going to give money I am going to want to be
8 sure that I am serving my interest, as well as TVA's,
9 and I want to be thanked for it. So those are two
10 things you have to consider how you're going to do
11 that.

12 FACILITATOR MR. WILSON TAYLOR: And
13 you say name recognition and then you said being
14 thankful, is that the same thing or is it different?

15 MR. RUSSELL TOWNSEND: I think it's
16 the same thing. I think if you were to have a, you
17 know, stewardship awards banquet or something like
18 that, you know, a list of contributors in a
19 newsletter, something that went out to the public
20 where, you know, TVA or the stewardship foundation
21 was acknowledging their donors and contributors and
22 what they did, that's the name recognition and thanks
23 that I think everybody is looking for when they do
24 these things.

25 FACILITATOR MR. WILSON TAYLOR: Okay.

1 Bob.

2 MR. BOB MARTINEAU: And we alluded to
3 it earlier, but in terms of the attributes, benefits,
4 and outcomes, I mean, I think it needs to be
5 something that, again, is more tangible. I doubt
6 you're going to get a lot of people -- you know,
7 there's a line in the first -- one of the first
8 bullets under the first question, you know, Friends
9 of TVA is not going to get a lot of -- even as good
10 as the NRP is as a document, people don't contribute
11 to a corporate report.

12 They are going to contribute to some
13 aspect of that, enhancing the watersheds, enhancing
14 this, you know, increasing recreational opportunities
15 like a bike trail or a visitor's center or something
16 or a campground or a renewable energy campground or
17 electrification stations at parks, you know.

18 You're not going -- I doubt -- except
19 for a very few, maybe, you know, charitable trust
20 things that give people -- that are going to
21 contribute because we have written an NRP. So your
22 attributes, benefits, and outcomes that we -- the
23 foundation has to be saying it's -- the reason you
24 want it or are asking for contributions is to do X, Y
25 or Z, and that can't be to achieve the phase three of

1 our NRP.

2 FACILITATOR MR. WILSON TAYLOR: Okay.
3 I have a proposal to edit that question. So let's
4 look at that question to see if we want to make sure
5 question No. 1 is more broad than just contribute to
6 a stewardship foundation.

7 Would we want to maybe reword that
8 last section of the question?

9 Any thoughts on that to make it more
10 encompassing?

11 Let's go to Mark first.

12 Mark.

13 MR. MARK IVERSON: This is actually
14 oriented more towards benefits or outcomes in terms
15 of entities, and maybe taking what Bob was saying a
16 little bit further, and it might be getting too far
17 into the weeds, but having some very specific
18 projects that TVA would like to see accomplished,
19 maybe even on a small scale where Boy Scout troops or
20 Girl Scout troops need to do -- for them their
21 outcome is I need to get a merit badge or something
22 along those lines and I can take a project from this
23 list of things that TVA would like to see
24 accomplished as part of their NRP implementation for
25 a year here or, oh, I would like number three here

1 and they could take that and roll with it. So that's
2 maybe something or an opportunity for them to get
3 engaged and you have given them some specific tasks
4 and maybe that's a win/win.

5 FACILITATOR MR. WILSON TAYLOR: Okay.
6 Thanks Mark.

7 And that's contributing to the list --
8 excuse me, to the list of attributes, contributions,
9 and outcomes.

10 Russell, just some thoughts on that or
11 rewording the question?

12 MR. RUSSELL TOWNSEND: Rewording the
13 question.

14 FACILITATOR MR. WILSON TAYLOR: Okay.

15 MR. RUSSELL TOWNSEND: As to rewording
16 the question No. 2, I think that it needs to say
17 contribute to TVA projects or a stewardship
18 foundation because we saw how SORBA was contributing
19 to recreation directly to TVA with no foundation in
20 place, and I think those kinds of activities are
21 ongoing and so you -- I think question two should
22 recognize that.

23 FACILITATOR MR. WILSON TAYLOR: Okay.
24 Thanks, Russell. We have added that.

25 So does that capture -- does everybody

1 agree with that change or add that additional
2 language Russell recommended?

3 Deb.

4 CHAIR DEBORAH WOOLEY: I think I was
5 going to say two things. I think Russell is exactly
6 right. I think we probably ought to say to
7 participate with or contribute to because if these
8 are going to be public questions out there,
9 contribute to says pure money where participate with
10 could be in-kind joint projects or other types of
11 partnership.

12 FACILITATOR MR. WILSON TAYLOR: Okay.

13 CHAIR DEBORAH WOOLEY: I mean,
14 technically it's contribution, but I think it has a
15 different meaning.

16 FACILITATOR MR. WILSON TAYLOR: Okay.

17 CHAIR DEBORAH WOOLEY: I think the
18 other thing as we look at this and we talk about what
19 makes an entity want to do this, particularly with a
20 foundation, we have to understand or except the fact
21 that if TVA were to go all out and create some type
22 of foundation that's not called the TVA foundation,
23 it still has to have time to mature and take on a
24 life of its own before fundraising becomes very easy.

25 So in starting a foundation it has to

1 have a single focus and it has to have a single
2 purpose. Generally you do some very targeted fund
3 raising. It's your seed money to start funding it.
4 You do some projects that you can roll out as
5 successes.

6 You kind of have to do all of that
7 really before you can go out for this big public
8 appeal because they don't know what it is and they
9 don't know if it's sustainable and they don't know if
10 it's effective.

11 So I think there's -- you know,
12 there's things you ask about what you do with
13 foundations when you're forming it and then there's
14 other things you ask five years down the road if it's
15 become a Friends of the Smokies or a friend like that
16 that people identify with or are aware of and
17 gravitate to.

18 FACILITATOR MR. WILSON TAYLOR: Okay.
19 All right. Thanks.

20 Other thoughts about -- is the
21 question okay as reflected now?

22 So thumbs up if everybody thinks the
23 question is okay?

24 Thumbs down if you think we need to
25 edit it further?

1 So other input on the question?

2 MR. MARK HOMMICH: One other point I
3 would make and something I consider not only
4 corporately but personally when I'm going to
5 contribute to an organization is we have got to have
6 some sort of financial accountability. I want to
7 know if I am contributing to an organization at
8 30 percent of it or at 100 percent of it or as much
9 as possible is going towards the specific goal and
10 not have 30 percent toward administration or
11 something like that.

12 So I don't know what your thoughts are
13 as far as what you contribute or if it would just be
14 part of the TVA budget.

15 DFO MR. BRUCE SCHOFIELD: We have
16 captured the comment and we will address it.

17 FACILITATOR MR. WILSON TAYLOR: Okay.
18 Deb.

19 CHAIR DEBORAH WOOLEY: How you set up
20 the foundation and how you manage those first few
21 years is as critical as how that foundation functions
22 going forward.

23 And what Mark is talking about, those
24 things have to be inherent in how it's started, how
25 it's done, what the focus is, the governing body of

1 it, who makes the decision, the accountability of the
2 money, and the accountability then back to the
3 mission you're telling people it is.

4 So that's why generally when you do
5 all of that and then you go out and you get your seed
6 money and you start demonstrating you're doing it,
7 then you can go to the public with some confidence
8 who can say that I can put some money back in it.

9 FACILITATOR MR. WILSON TAYLOR: Sort
10 of a track record as it were?

11 CHAIR DEBORAH WOOLEY: Yeah. You have
12 to create it.

13 FACILITATOR MR. WILSON TAYLOR: Okay.
14 George.

15 MR. GEORGE KITCHENS: Mark's comments
16 are very good. They might just for recordkeeping
17 purposes be better suited to question No. 3 because
18 that is all about accountability and stewardship and
19 that sort of the thing, but it is an attribute of the
20 organization.

21 I agree with you Mark, I like to know
22 that 95 percent of the money you're giving is going
23 to, you know, on-the-ground stuff instead overhead.

24 FACILITATOR MR. WILSON TAYLOR: So
25 before we move on, are we okay, Mark, moving that to

1 question three to capture that?

2 MR. MARK HOMMRICH: Yeah, a little bit
3 of it both.

4 FACILITATOR MR. WILSON TAYLOR: Okay.
5 The same information but putting it in a separate --

6 MR. MARK HOMMRICH: True.

7 FACILITATOR MR. WILSON TAYLOR: Okay.
8 Renee.

9 MRS. RENEE HOYOS: No.

10 FACILITATOR MR. WILSON TAYLOR: Okay.
11 Comments or questions?

12 Additions for question two?

13 Let's go ahead and go to question
14 three since we have had got a good start with Mark's
15 input.

16 So any comments or questions on the
17 criteria to maintain accountability, thoughts on
18 that?

19 CHAIR DEBORAH WOOLEY: Governing body,
20 governing structure.

21 FACILITATOR MR. WILSON TAYLOR: Okay.
22 So how --

23 DFO MR. BRUCE SCHOFIELD: Well
24 defined.

25 CHAIR DEBORAH WOOLEY: Very well

1 defined, spelled out. Generally with TVA presence
2 but then external presence so it's not TVA run, but
3 it's that very firm governing structure that you
4 sustain.

5 FACILITATOR MR. WILSON TAYLOR: Okay.
6 So would TVA create it or would it be —

7 CHAIR DEBORAH WOOLEY: It's not a
8 governing body. It's a governing structure for it.
9 So it could be a body or it could be a board or it
10 could be any different types of —

11 FACILITATOR MR. WILSON TAYLOR: Would
12 be expected to create that or would they have their
13 own that we would look to because the way that —

14 CHAIR DEBORAH WOOLEY: Generally when
15 you create a foundation you create the papers. You
16 have got to start making decisions on all of that.

17 FACILITATOR MR. WILSON TAYLOR: Okay.

18 MS. ERICA WADL: I put independent of
19 TVA because I thought I heard you say that. Not
20 necessarily?

21 DFO MR. BRUCE SCHOFIELD: And I think
22 we change, again, could to should. You know, we
23 could do it, but it should happen.

24 FACILITATOR MR. WILSON TAYLOR: Did
25 that capture what you said, Deb, because I want to

1 clarify whether we're saying TVA should do it or
2 whether the foundation should --

3 CHAIR DEBORAH WOOLEY: Yeah, I
4 think -- I think it's -- I think -- if you're going
5 to have a foundation that can accept things TVA
6 can't, then that foundation is going to have some
7 autonomy from TVA --

8 FACILITATOR MR. WILSON TAYLOR: Yes.

9 CHAIR DEBORAH WOOLEY: -- because you
10 want to know the money is not going into the general
11 fund. You want to know the money is managed out.

12 So it's a partnership-type thing that
13 it's an entity of but you want that identity
14 separate. So, I mean, I think you still have to
15 get -- I think you give it seed money and a seed
16 group that's going to start it and develop the
17 foundation structure.

18 So there's some real strong -- help
19 me, Kelly, if I am getting into the laws, but there's
20 some real strong rules concerning your taxing ID
21 number, how much boards can overlap, how much control
22 can be held of an external organization.

23 I have had to redo my foundation about
24 four times because those rules keep changing.

25 FACILITATOR MR. WILSON TAYLOR: So

1 let's make sure we capture that.

2 MRS. JEAN ELMORE: You would have to
3 have oversight by TVA, wouldn't it?

4 FACILITATOR MR. WILSON TAYLOR: Talk
5 about that, if you would.

6 MRS. JEAN ELMORE: Wouldn't it have to
7 have oversight by TVA in order for it to make sure
8 that it is doing what we have talked about before,
9 you know, following the guidelines?

10 CHAIR DEBORAH WOOLEY: Yeah, I think
11 that's another part is that their mission has to
12 be —

13 MRS. JEAN ELMORE: Therefore, you
14 know, if they are totally autonomous it can't — I
15 would say that we need to put in there oversight, you
16 know, by TVA. I mean, I am not sure how to phrase
17 that.

18 CHAIR DEBORAH WOOLEY: I mean, you
19 create a foundation and in the papers you create its
20 mission is —

21 MRS. JEAN ELMORE: Overseeing.

22 CHAIR DEBORAH WOOLEY: No. Its
23 mission is to sustain or do whatever the NRP, I mean,
24 however you want to word it. The mission defines, I
25 think, some of that, but I think you need the

1 accountability back and forth and you need the
2 oversight that what they're doing each year lines up
3 with what TVA wants accomplished.

4 FACILITATOR MR. WILSON TAYLOR: So
5 it's really two bullets, it sounds like. One is to
6 make sure they have a well defined structure, that's
7 one criteria that you're looking at. The other is to
8 make sure TVA has some oversight in what they're
9 doing.

10 CHAIR DEBORAH WOOLEY: A well defined
11 mission.

12 MRS. JEAN ELMORE: Right.

13 FACILITATOR MR. WILSON TAYLOR: So did
14 we capture those two?

15 Did we get those in some form or
16 fashion?

17 Okay. Russell.

18 MR. RUSSELL TOWNSEND: I was thinking
19 along the same lines exactly. I think -- I think a
20 stewardship foundation governing structure needs to
21 have TVA control, you know, whether it's 51 percent
22 of the votes or whatever it is to ensure that the
23 goals stay in line with TVA goals.

24 And I think to further do that you
25 need to look at the NRP and you need to create

1 membership positions on that governing body that
2 represent each of those kind of NRP, you know,
3 outcomes or goal sets.

4 And I think if you do that and if TVA
5 has control and everybody is dedicated towards
6 working towards some section of the NRP, then the
7 money will be well spent.

8 FACILITATOR MR. WILSON TAYLOR: Thank
9 you, Russell.

10 And as a point of clarification, we're
11 going to ask Kelly to come and explain something.

12 MRS. KELLY LOVE: Yeah. I actually
13 think I can talk loud enough. But we have actual
14 statutory prohibitions on TVA controlling a
15 foundation such as this.

16 There's ancient law back in the '40s
17 that prohibits that. So we're in a bit of pickle. I
18 know, I think generally in terms of advice it's good
19 to throw everything up there and we can sort through
20 the legalities after the fact since we do have that
21 very specific prohibition.

22 So it does become a bit of a challenge
23 with that to make sure that the goals of foundation
24 would match up with what TVA would most desire. So I
25 just thought I would point that out.

1 MR. RUSSELL TOWNSEND: Sure. I think
2 that's important, Kelly, because I could easily see
3 this foundation four or five years down the road kind
4 of spinning in a new direction where they're
5 advocating no nuclear power and it's directly against
6 what TVA's goals and objectives are, and you
7 certainly don't want that to happen.

8 FACILITATOR MR. WILSON TAYLOR: Okay.
9 Thanks, Kelly.

10 Avis.

11 MRS. AVIS KENNEDY: I had two specific
12 things I wanted to mention that I think the Agency
13 should think about ahead of time how they would
14 address.

15 One would be, what kind of fundraising
16 mechanisms a group or a foundation would be
17 permitted?

18 One of the most successful friend
19 groups I ever saw was operating bingo up in Kentucky,
20 and they made a lot of money and they spent most of
21 it at the lake, which was good. Of course, the bingo
22 is actually run by some company that goes around and
23 runs bingo and takes, you know, a big chunk of the
24 money. So that was kind of a two-edge sword there.
25 It might need to be looked at ahead of time what kind

1 of fundraising mechanisms would be appropriate.

2 The other is how the -- not just in
3 light of a foundation, but how will TVA address
4 working with potential partners who have some other
5 interests in getting something from TVA?

6 Someone who has applied for a permit
7 or something, a developer, you know, a lot of times
8 people who approach and say, I really want to do
9 something for you, and what's unsaid is that I really
10 want you to do something for me, too.

11 And so I think it's good to have
12 guidelines on some things like that set up ahead of
13 time in terms of partnerships.

14 FACILITATOR MR. WILSON TAYLOR: Okay.
15 Avis, you have had two things. We have added those,
16 but I think we maybe need to separate those. Would
17 that be okay?

18 MRS. AVIS KENNEDY: They are very
19 different.

20 FACILITATOR MR. WILSON TAYLOR: Okay.
21 Because it's really two things, one about the
22 fundraising and one about the conflicts which may
23 be --

24 MRS. AVIS KENNEDY: Right, potential
25 conflicts.

1 FACILITATOR MR. WILSON TAYLOR: So be
2 aware of those. Okay. Thanks.

3 Renee.

4 MRS. RENEE HOYOS: This is probably a
5 question for Kelly, but it comes to TVA's control of
6 organizations.

7 Is that financial control or advisory
8 control?

9 Because what you could do is you could
10 set up a regular nonprofit board made up of, you
11 know, however you want to make that up, and then TVA
12 can sit on an advisory board and be watching to make
13 sure that the NRP is being followed and not
14 necessarily having financial control.

15 Does TVA intend to fund this? That
16 was another question.

17 DFO MR. BRUCE SCHOFIELD: Do you want
18 to do the first part?

19 MRS. KELLY LOVE: Sure, I can do the
20 first part.

21 Can everybody hear me loud enough?

22 My understanding of the law, and I
23 will admit that I am not the expert on this
24 particular law, but my understanding is that we would
25 be prohibited from controlling in the advisory

1 aspect, having that 51 percent. You know, we, at the
2 end of the day, decide the work of this foundation,
3 that is what would be prohibited, and that's my
4 understanding of it.

5 CHAIR DEBORAH WOOLEY: I was going to
6 say we just had to restructure our foundation, and
7 there were some very clear things that my legal
8 friends wanted me to do because it is a foundation of
9 a single organization. It's not an external one to
10 us.

11 We had to have very separate boards.
12 We couldn't have an overlapping of a certain number
13 of the board. They had to maintain certain
14 accountability with their own audit. We couldn't
15 audit them through our audits, some things like that.
16 Those rules keep changing, but I think there's some
17 real clear things.

18 But again, when you set it up and you
19 set up the initial papers and you set up the charter
20 for it and you get your tax ID and define it, that's
21 where your mission and your governing structure and
22 how it goes forward comes in.

23 FACILITATOR MR. WILSON TAYLOR: And I
24 think there was a separate question about the funding
25 piece.

1 So, Bruce, do you want to talk about
2 that?

3 DFO MR. BRUCE SCHOFIELD: Yeah. I
4 think the short answer is, no, TVA doesn't intend to
5 fund this organization. That's the point of having
6 it set up is so that we can go out and recruit
7 funding, and we are very sensitive to how we spend
8 ratepayer money.

9 Again, this is a nonprofit. We don't
10 get appropriated funding. So that's a tough hurdle
11 to climb to go do that. What we would do is identify
12 projects. We would provide in-kind labor. We would
13 provide in-kind resources to do that. As far as a
14 funding mechanism, I don't see that as a role that
15 TVA wants to undertake.

16 CHAIR DEBORAH WOOLEY: I hear what
17 you're saying, and it may be just playing on
18 semantics, that TVA is not going to have a line item
19 that funds this foundation each year, however, some
20 of the projects you do through your budget that are
21 designed to fulfill the mission of the NRP, sometimes
22 those things can better be done through an external
23 organization because you can then take in-kind in or
24 other support.

25 So why don't -- I wouldn't expect you

1 to fund it. I would hope that in some ways you
2 contributed to that maybe designated some things to
3 it, maybe from certain events or a certain project
4 that by putting your resources there, instead of
5 spending it in the field, allowed you to leverage
6 other monies.

7 DFO MR. BRUCE SCHOFIELD: Yes, and
8 that's one of the things that we do. We have a
9 specific commitment in my organization is TVA is in,
10 quite frankly, for 9 to \$10 million a year to protect
11 and improve the resources. I mean, that's the
12 custodial level of the NRP.

13 What we're talking about is moving the
14 NRP to its preferred alternative, and, you know, that
15 will take probably twice as much as TVA is into it
16 for to go do that. And part of that leveraging of
17 those funds is one of the drivers that we measure our
18 performance against meeting the NRP and meeting the
19 intent of getting us to the preferred alternative to
20 do that.

21 So we will link everything --
22 everything has got to be linked into the NRP to go do
23 that, and we will provide whatever resources we have
24 available to go do those. And it will shift our
25 priorities at times if we get, I think, an

1 organization that comes in and says, here's a
2 project, we want to fund this, what can you bring to
3 the table?

4 We will always be open to shifting our
5 priorities and shifting resources from something that
6 maybe gives us a larger benefit both publicly as well
7 as reputation-wise.

8 FACILITATOR MR. WILSON TAYLOR: All
9 right. Russell.

10 MR. RUSSELL TOWNSEND: I am very
11 concerned at this point. I would never consider
12 creating a foundation that I didn't have control over
13 as an organization.

14 You know, folks have tried to talk to
15 me about creating an archeological foundation, I
16 wouldn't -- I wouldn't ever surrender NHPO control of
17 those decisions that come with spending that money.

18 Friends of the Smoky Mountains, the
19 Great Smoky Mountains National Park, they don't just
20 get to do whatever they want to with the money they
21 raise on behalf of the National Park Service.

22 The National Park Service has a
23 mechanism for saying, yeah, you can help us build a
24 new visitor's center at O'Connell Lufty. I just
25 can't imagine not having that kind of control.

1 I can just -- I can foresee some group
2 getting really excited and all they want to do is
3 mountain bike trails, recreation mountain bike
4 trails, and so forth and so on, and water quality
5 just plummets because of erosion. I can't see the
6 use in that.

7 DFO MR. BRUCE SCHOFIELD: And what --
8 and Kelly can drag me off the precipice here if I
9 need to be.

10 I think where we have that control is
11 this is on federally owned lands. I own the fee
12 under that land. So, therefore, I get to control the
13 activities. These activities will be under leases,
14 licenses, permits of some sort.

15 So that's, I think, where TVA has
16 control on what's done on land that is under TVA's
17 stewardship authority, which is presented to them by
18 the Act to go do that. So, I think, that's where I
19 can control that, and I say I, TVA.

20 MR. RUSSELL TOWNSEND: Sure.

21 DFO MR. BRUCE SCHOFIELD: TVA official
22 can go do that.

23 FACILITATOR MR. WILSON TAYLOR: Bob.

24 MR. BOB MARTINEAU: Yeah. I mean, I
25 think -- yeah, because we have the same thing. I

1 think you can create the problem. I mean, if it's
2 Friends of Radnor Lake and it's at the park, you
3 ultimately have control over letting them have access
4 to the park and stuff, but there -- those friends
5 groups can be separate boards.

6 You know, they have an executive
7 director and they do that hiring and they -- how they
8 recruit volunteers and stuff, but it's when they come
9 to want to do things, you know, at some place you own
10 or control, you're ultimately going to have the
11 authority to say yea or nay. No, we don't want that
12 project. No, we're not going to build a bike trail
13 here, at least without meeting certain conditions,
14 because, you know, it will have adverse impact on the
15 park itself.

16 So you -- you can have a separate
17 entity, which you have to have if you are going to
18 have a separate foundation, but it has to work in
19 partnership. Sometimes there's a healthy tension
20 there about, you know, what they want to do and
21 making sure they are looking out for the best
22 interest of the parks or the entity it's supposed to
23 be a foundation for and not serving somebody's
24 particular, you know, little interest.

25 But, yeah, if -- and if you're going

1 to have those kind of friend groups they have to be
2 discrete little entities. And if you're going to end
3 up completely controlling it, then don't bother
4 setting up a separate entity, just do it yourself,
5 because you're not going to get those partnerships.

6 I mean, we had an example where the
7 park was severely damaged from the May 2010 floods in
8 Nashville. I mean, it probably would not be open
9 back up yet today if we were left to the state
10 resources trying to get it back open with the
11 personnel we had, but they got tens of thousands of
12 hours with volunteers and tens of thousands of
13 dollars and got that park back open in about six
14 weeks. Without the friend groups, that park wouldn't
15 be open. So, yeah, they can serve a great purpose
16 and work with a common purpose and work close with
17 our staff to make sure they do the things the way we
18 wanted them done.

19 You know, those groups do operate as
20 separate entities, but their purpose and their
21 charter -- and this is where it's important, if it's
22 going to be friends of, you know, some TVA entity or
23 friends of the natural resources of the valley, their
24 mission statement and purpose has to be aligned, you
25 know, with what you want it to be aligned with.

1 FACILITATOR MR. WILSON TAYLOR: Okay.

2 Thanks, Bob.

3 Other thoughts on question three?

4 Criteria that are important to
5 maintain accountability foundation?

6 Deb.

7 CHAIR DEBORAH WOOLEY: I think we're
8 giving you lots of good thoughts and good ideas,
9 probably with less understanding of the law than any
10 of us really want to admit.

11 So I would just like to request
12 that -- and we don't always do this, but that we come
13 back in October and you-all tell us after you have
14 reviewed it and where you have gone with it and kind
15 of what you're seeing and what you can and can't do
16 and what the law allows you to do and not do and
17 really talk about -- kind of report back, taking the
18 ideas that we have given and will continue to give.

19 DFO MR. BRUCE SCHOFIELD: One of the
20 things my colleagues in the back have already
21 suggested is that one of the things with -- we're
22 getting a lot of very good advice, very good input.

23 It's incumbent on us now to take an
24 action item to flesh out what we can and what we
25 can't do, provide function forum funding to Russ'

1 comment, what our control mechanisms are to go do
2 that, and provide that input back in our fall meeting
3 to go do that.

4 And whether it's a stewardship
5 foundation or some other mechanism, you know, we need
6 to take the action to come back to you in the fall
7 and say what have we done with your advice on this
8 particular issue. So we have already — we were
9 going to commit to that when we finished up.

10 CHAIR DEBORAH WOOLEY: And I beat you.

11 DFO MR. BRUCE SCHOFIELD: Well, that's
12 okay. It's good a segue for us to look like we're
13 proactive. So thank you.

14 FACILITATOR MR. WILSON TAYLOR: Other
15 input for question three, maintaining accountability?

16 CHAIR DEBORAH WOOLEY: Since nobody
17 else is talking, I will talk again.

18 I think one of the things as you look
19 at doing a foundation, and taking what Bob was
20 saying, one of the hardest things to do but probably
21 one of the most important is once you define that
22 ability to control mission activities, it's also just
23 maintaining the relationship. It's maintaining —
24 it's maintaining the positive relationships so that
25 it never becomes a negative because you don't need a

1 foundation that comes out and says, well, we wanted
2 to do this and they wouldn't let us.

3 So you have got to kind of have a good
4 working relationship internally and doing it -- and
5 that's where your partnership management comes in to
6 a great degree. You know, there's lots of
7 foundations all across the Valley that look out for
8 lakes and rivers and hills and everything else. You
9 don't have any input into any of those.

10 So having something that you do have
11 some input in and some input into their mission and
12 their activities, I think, is just really positive.

13 FACILITATOR MR. WILSON TAYLOR: Other
14 thoughts or input for question three on how we can
15 maintain accountability of the foundation?

16 CHAIR DEBORAH WOOLEY: Transparency.

17 FACILITATOR MR. WILSON TAYLOR: Do you
18 want to go ahead and talk about that?

19 CHAIR DEBORAH WOOLEY: A higher degree
20 of transparency than foundations normally have to
21 have because of your role as a public entity. I
22 don't think everything has to be transparent, but as
23 far as accountability of monies, transparency of some
24 of the action of the governing body, that the more
25 you do then the more it's going to be seen as

1 credible.

2 So I think that's just an ongoing type
3 of challenge you have with a foundation that's tied
4 to an organization like TVA.

5 FACILITATOR MR. WILSON TAYLOR: Make
6 sure we have got that up there.

7 CHAIR DEBORAH WOOLEY: That's fine.

8 FACILITATOR MR. WILSON TAYLOR: Okay.
9 Other thoughts on accountability?

10 So do we want to go back to -- Deb,
11 back to question one and maybe scroll through and see
12 if we have captured the advice and I will turn it
13 over --

14 CHAIR DEBORAH WOOLEY: Ready to vote?

15 FACILITATOR MR. WILSON TAYLOR: Yes.
16 Let's go back to question one and then we will relook
17 at question one and vote on question one, then we
18 will do the same for question two and question three.
19 I will turn it over to you now in terms of --

20 CHAIR DEBORAH WOOLEY: Okay. We're
21 going to scroll through -- scroll through and look
22 through the questions over here, the bullets we have,
23 anything you want to change because, remember, this
24 becomes a public record and is published. So things
25 that we understand but somebody on the outside might

1 read and understand differently, we need to clarify.

2 That's a good -- go ahead, Bob. Bob
3 just -- Bruce just raised the -- Bruce just raised
4 the question that we should look carefully at the
5 word could and question whether we mean it to be
6 should in our advice; and if so, is that in every
7 instance or in most of them or should we start by
8 talking to resource agencies or could?

9 MR. TOM LITTLEPAGE: I vote for
10 should.

11 FACILITATOR MR. WILSON TAYLOR: Renee.

12 MRS. RENEE HOYOS: This isn't on that
13 topic. Do you want to resolve the could first?

14 FACILITATOR MR. WILSON TAYLOR: Yes,
15 let's resolve that first.

16 CHAIR DEBORAH WOOLEY: I see one, two,
17 three, four, five coulds. Do we want coulds or
18 shoulds?

19 MR. TOM LITTLEPAGE: Should.

20 MR. KARL DUDLEY: Should.

21 MR. GEORGE KITCHENS: Should.

22 MR. KARL DUDLEY: Be a directive.

23 FACILITATOR MR. WILSON TAYLOR: We had
24 a conversation, our recorder Erica and our legal
25 staff, about what word to use. And I think, Karl,

1 you mentioned as a directive. So, again, it depends
2 on how you want to word, as a directive or some
3 advice about some options that TVA could take. So it
4 depends on how strong you want to be.

5 CHAIR DEBORAH WOOLEY: Or you could
6 just make fragments and —

7 MR. BOB MARTINEAU: Yeah. If you want
8 to be simple and plain English and just operate to
9 the TVA code. I mean, these are all recommendations
10 to TVA. So you say talk to resource agencies, pursue
11 businesses that provide, consider selling of naming
12 rights, consider creating your separate stewardship
13 foundation.

14 FACILITATOR MR. WILSON TAYLOR: Will
15 that work, Tom?

16 MR. TOM LITTLEPAGE: Yeah. I guess I
17 am not too worried that we're telling TVA what to do.
18 I think if we hit a legal boundary that they can't
19 cross, they are not going to do it just because we
20 said to.

21 FACILITATOR MR. WILSON TAYLOR: Karl.

22 MR. KARL DUDLEY: Yes, that's fine.

23 FACILITATOR MR. WILSON TAYLOR: Okay.

24 Now, Renee.

25 MRS. RENEE HOYOS: Yeah. I think

1 there's two conflicting statements in here. One is
2 should consider creating a stewardship foundation,
3 such as Friends of TVA, and then later on we say it
4 probably shouldn't be Friends of TVA. So we need to
5 resolve that.

6 MR. BOB MARTINEAU: Right. That
7 bullet needs to be changed. Not improve TVA but more
8 protect the stewardship.

9 FACILITATOR MR. WILSON TAYLOR: Okay.
10 Clarify.

11 MR. BOB MARTINEAU: I was going to
12 jump on that same bullet. I think our advice was
13 just the opposite, don't create a Friends of TVA to,
14 quote, improve TVA, you will get zero dollars
15 contributed to that.

16 Consider a stewardship foundation to
17 allow citizens to volunteer or give input to protect
18 the natural resources of the Valley or something like
19 that.

20 CHAIR DEBORAH WOOLEY: Yeah.

21 FACILITATOR MR. WILSON TAYLOR: Okay.
22 That's a good distinction. We will go back and
23 change -- take all of our shoulds and coulds, we will
24 do that in just a minute, Deb, or do you want to do
25 that now?

1 CHAIR DEBORAH WOOLEY: I kind of lean
2 back towards what Bob said, we -- instead of saying
3 what you could do or should do let's just give a
4 series of statements of advice.

5 FACILITATOR MR. WILSON TAYLOR: Okay.
6 Bullets.

7 MS. ERICA WADL: You were saying start
8 by or something like that, is that what you're
9 saying?

10 FACILITATOR MR. WILSON TAYLOR: Talk
11 to resource agencies.

12 MR. TOM LITTLEPAGE: Yeah.

13 MR. KARL DUDLEY: Yeah.

14 FACILITATOR MR. WILSON TAYLOR: Then
15 pursue.

16 MR. BOB MARTINEAU: There you go.

17 FACILITATOR MR. WILSON TAYLOR: Okay.
18 Yeah.

19 MS. ERICA WADL: Do we want to go
20 through them one at a time and then I can do this as
21 we do that?

22 CHAIR DEBORAH WOOLEY: We have got
23 four bullets up there that you can see. Are you
24 comfortable with those first four so we can scroll
25 down past those first four?

1 Okay. Let's look at this group.

2 Okay. Are you okay with what you see on the screen?

3 Okay. Let's go down to the last
4 bunch.

5 MS. ERICA WADL: Do you want this in
6 there?

7 CHAIR DEBORAH WOOLEY: Huh-uh. Let me
8 ask a question on the consider external Valley-wide
9 stewardship foundation. Foundation would be able to
10 determine how the funds would be used by the
11 ownership of the management of those funds. Is that
12 conflicting with what we're talking about with the
13 coordination with Tennessee -- with the TVA mission
14 and the NRP?

15 I think I would lose the second
16 sentence in that bullet. What do y'all think?

17 MS. ERICA WADL: Get rid of that?

18 CHAIR DEBORAH WOOLEY: Is everybody
19 okay with losing that sentence?

20 Okay.

21 MR. MARK HOMMICH: There is a bit of
22 a conflict that I see there in that one bullet up
23 above where we talked about -- somebody mentioned
24 having separate, more local foundations.

25 Are we recommending one foundation or

1 are we recommending multiple local foundations?

2 CHAIR DEBORAH WOOLEY: It's up to what
3 you-all are saying.

4 MR. MARK HOMMRICH: Do we want to
5 clarify that or do we want to leave it out?

6 CHAIR DEBORAH WOOLEY: Are we talking
7 about one foundation with local projects? I don't
8 know. What do y'all want?

9 MR. TOM LITTLEPAGE: Well --

10 MR. MARK HOMMRICH: Go up above about
11 two bullets and it says something about --

12 MRS. JEAN ELMORE: If you have
13 multiples you could get --

14 MR. TOM LITTLEPAGE: My understanding
15 is the idea was to create a broad Valley-wide
16 foundation, but certainly would be open to partnering
17 with local entities and foundations that have
18 mutually compatible goals or activities. So one
19 doesn't preclude --

20 MR. MARK HOMMRICH: That bullet at the
21 top, create smaller stewardship foundations.

22 MR. TOM LITTLEPAGE: Yeah. I think
23 Mark is right, we probably need to tailor that in
24 some way not to say we're recommending both.

25 CHAIR DEBORAH WOOLEY: Activities

1 instead of foundation.

2 MR. TOM LITTLEPAGE: I'm sorry?

3 CHAIR DEBORAH WOOLEY: What if you say
4 consider creating smaller stewardship activities that
5 target specific local resources?

6 MR. TOM LITTLEPAGE: Although, going
7 back to Bob's point, you know, where he talked about
8 a lot of, you know, friends of groups, it's just that
9 we don't -- you know, the idea is trying to create
10 this multitude of small foundations. If they already
11 exist, I think there's an opportunity to use them. I
12 don't think we need to propose to go create a myriad
13 of geographically specific foundations.

14 FACILITATOR MR. WILSON TAYLOR: Tom,
15 so would the question there be to identify those
16 local foundations?

17 MR. TOM LITTLEPAGE: Yeah. And to
18 Mark's point, our recommendation here, if that's what
19 everybody agrees to, is a single foundation, that
20 we're not proposing these multiples.

21 CHAIR DEBORAH WOOLEY: I think what
22 you're looking at too is a single foundation, but
23 unlike a Friends of Radnor Lake group that
24 specifically works in one little specific area, we're
25 talking about seven states and a whole lot of

1 territory. So your foundation really is kind of
2 becoming your overriding governing board that from
3 that can reach out to local foundations, local
4 entities, local groups, and coordinate.

5 MR. TOM LITTLEPAGE: And I think it's
6 going to have challenges. I mean, the idea --

7 CHAIR DEBORAH WOOLEY: It's going to
8 be big.

9 MR. TOM LITTLEPAGE: It's almost like
10 the Tragedy of the Commons, well, why would I donate
11 to that because they are not going to do anything for
12 me locally. It may be that you have to develop a
13 smaller perspective at a state level or something.

14 CHAIR DEBORAH WOOLEY: Or it may be a
15 foundation that gives grants or works locally.

16 FACILITATOR MR. WILSON TAYLOR: Bob.

17 MR. BOB MARTINEAU: At this point why
18 don't our recommendation be to evaluate the
19 trade-offs between them because -- or the high grid.
20 I mean, you look at the university system, I mean,
21 the analogy is you have the general alumni fund and
22 you have the UT volunteer, you know, the sports
23 things, you have the College of Medicine, you have
24 the law school alumni group, I mean, you have both
25 going on at the same time because some people want to

1 give to a very specific, you know, minority
2 scholarships and somebody else will just give money
3 to the general fund.

4 So maybe at this point all we do is
5 say to evaluate those trade-offs. Maybe there's a
6 structure that you could do both because — and the
7 university is sort of the closest analogy and you
8 have both going on there. You have fundraising
9 solicitations at both small and large levels.

10 FACILITATOR MR. WILSON TAYLOR: Thank
11 you.

12 Mark, does that help you in terms
13 of —

14 MR. MARK HOMMICH: I think so. I
15 think for this effort to be effective it's going to
16 have to get down to a local level and develop local
17 interests.

18 You know, this foundation is — as I
19 understand what we're talking about, it was more of
20 an umbrella thing to kind of evaluate the
21 opportunities and then, you know, maybe they would be
22 pursued on a local level.

23 The funding that comes in maybe from a
24 local level which is more targeted to a specific
25 project or whatever, I think that's what's going to

1 generate interest, not -- because the Tennessee
2 Valley is a huge area and people are concerned about
3 local opportunities, especially for recreation and
4 things like that.

5 DFO MR. BRUCE SCHOFIELD: Would you
6 highlight that so that they know what we're looking
7 at?

8 Thanks.

9 MS. ERICA WADL: I will remove the two
10 bullets that says specific Valley-wide, does that
11 make sense?

12 FACILITATOR MR. WILSON TAYLOR: So are
13 you saying remove the two separate bullets and make
14 it one that Bob is recommending in terms of evaluate?

15 And I going to go back to Russell's
16 comment about the Friends of the Smoky Mountains,
17 they will make contributions, but I think that's what
18 got that discussion about a global process but maybe
19 evaluate which one works best in this case.

20 CHAIR DEBORAH WOOLEY: I think -- and
21 help me here if I am getting off. I think I would
22 like to see it just a little bit broader in context
23 that basically says we're trying to evaluate the
24 option or trying to evaluate how to create a
25 Valley-wide foundation that has either optional or

1 local foundations or structures that allow you --
2 because there may be a way to do it under a single
3 foundation. You don't have to have 25 little
4 foundations out there because foundations are hard to
5 manage.

6 You have got a structure that is more
7 regional in nature, but I don't know if -- I don't
8 know if it's multiple foundations, one foundation,
9 what it is, but I think that's what we have got to
10 have is -- you have got to have an overriding mission
11 driving it with local delivery and local projects.

12 FACILITATOR MR. WILSON TAYLOR: So --
13 but going back to Bob's point, would you want to
14 capture here the evaluation process be done to see
15 whether --

16 CHAIR DEBORAH WOOLEY: I'm just -- I'm
17 not disagreeing with that. All I am saying is I'm
18 not sure that what I'm evaluating is the option of a
19 bunch of little foundations or one big foundation or
20 a structure that can serve both.

21 FACILITATOR MR. WILSON TAYLOR: Okay.

22 CHAIR DEBORAH WOOLEY: That may not be
23 multiple foundations.

24 FACILITATOR MR. WILSON TAYLOR: So how
25 do we capture that?

1 CHAIR DEBORAH WOOLEY: I don't know.

2 MRS. JEAN ELMORE: Do you want to get
3 rid of both bullets?

4 MR. BOB MARTINEAU: How about evaluate
5 the options of creating either a Valley-wide approach
6 or a targeted approach to specific resources or
7 something without talking about foundation or
8 entities or some groups within it because to me -- I
9 mean, looking at exploring the university system
10 might be a really good thing. I mean, I doubt that
11 every little college of pharmacy and college of law
12 and college of journalism and stuff all create
13 separate foundations, but people do give designated
14 gifts to all of those things.

15 FACILITATOR MR. WILSON TAYLOR: Mark.

16 MR. MARK HOMMICH: Yeah. I think one
17 of the guys with SORBA yesterday made a good point
18 about -- when we asked him what TVA could do to sort
19 of facilitate this process, he talked about trying to
20 navigate through the bureaucracy and all the misses
21 and things that he went through before he finally got
22 to the right person.

23 So, you know, my thought on this
24 foundation is that you have got some structure now so
25 that the ideas can come up from local levels and be

1 evaluated and people have a place to go and, you
2 know, funds come in locally. So I still think it's
3 a -- you know, one organization, but you're taking
4 ideas and things.

5 I think Tom made a real good point
6 earlier that, you know, you don't want it to feel
7 like such a huge bureaucracy that, you know, you
8 can't -- you're suppressing these local ideas. I
9 think a lot of your ideas are going to come from
10 people and citizens.

11 FACILITATOR MR. WILSON TAYLOR: And
12 more local as opposed to --

13 MR. MARK HOMMICH: Right. It seems
14 like you could have one organization that could kind
15 of take these ideas and help facilitate with TVA to
16 get them done and to get them approved.

17 FACILITATOR MR. WILSON TAYLOR: Okay.
18 Tom.

19 MR. TOM LITTLEPAGE: I'm sorry.

20 FACILITATOR MR. WILSON TAYLOR: Jack.

21 MR. JACK SIMMONS: Back to that -- the
22 comments Bob made a minute ago about the Valley-wide
23 or targeted approach, I think we still ought to take
24 the word foundation out of there and just say options
25 of creating or examining either a Valley-wide

1 approach or a targeted approach because that says
2 foundation and it may be something different than
3 that. Don't let me put words in what you were
4 saying.

5 MR. BOB MARTINEAU: That's fine.

6 FACILITATOR MR. WILSON TAYLOR: Did we
7 capture what you wanted, Jack, in there?

8 MR. JACK SIMMONS: Yeah. I would say
9 or targeted approach.

10 FACILITATOR MR. WILSON TAYLOR: What
11 about the two bullets in terms of the small
12 foundations or the global foundation, do we need
13 those two bullets?

14 CHAIR DEBORAH WOOLEY: Any thoughts?
15 Do we need the bullets above the one that's
16 highlighted?

17 MRS. RENEE HOYOS: I don't think so.

18 MRS. JEAN ELMORE: You don't want more
19 foundations, and that's what that says. You don't
20 want it to create more foundations.

21 CHAIR DEBORAH WOOLEY: Delete that
22 one, everybody okay?

23 MRS. JEAN ELMORE: Yes.

24 MS. ERICA WADL: Deleted that. We
25 also have it here, do we need to delete that one as

1 well then?

2 MRS. JEAN ELMORE: That's okay.

3 CHAIR DEBORAH WOOLEY: That's a
4 consider.

5 MS. ERICA WADL: So we're okay.

6 MRS. RENEE HOYOS: I'm sorry.

7 Apparently you can't hear me. I said to take the
8 part that is branded out and put, I guess, at the end
9 of the other one that we just worked on and then get
10 rid of that one.

11 MS. ERICA WADL: Are we okay on that
12 one?

13 CHAIR DEBORAH WOOLEY: Let's see the
14 other one since that one doesn't have foundation.

15 FACILITATOR MR. WILSON TAYLOR: Okay.
16 I can't remember who made that comment, but it was
17 almost like there needs to be something that people
18 can see how -- I'm not sure.

19 CHAIR DEBORAH WOOLEY: That's not it.

20 MS. ERICA WADL: Okay.

21 CHAIR DEBORAH WOOLEY: I think the
22 other one was saying if you have a foundation it
23 needs to be branded, not just an entity.

24 MR. BOB MARTINEAU: I think you can
25 leave that one in there.

1 MS. ERICA WADL: This one? So we're
2 talking about this one, we can leave it?

3 CHAIR DEBORAH WOOLEY: Yeah. It is
4 okay to leave that one.

5 FACILITATOR MR. WILSON TAYLOR: Okay.

6 MS. ERICA WADL: Everybody needs to
7 review the ones below.

8 CHAIR DEBORAH WOOLEY: Yeah. She
9 needs to roll down and let us look back through them.

10 MRS. JEAN ELMORE: I would just say
11 consider it carefully, the branding.

12 CHAIR DEBORAH WOOLEY: Are you okay
13 with these?

14 Are there any more?

15 MS. ERICA WADL: Yes. Let me go down.

16 MRS. JEAN ELMORE: Where it says be
17 consistent with the NRP while allowing flexibility to
18 encourage local pockets of interest, while allowing.

19 CHAIR DEBORAH WOOLEY: Is everybody
20 okay with these?

21 Are there more?

22 MS. ERICA WADL: Yes. Do we need --

23 FACILITATOR MR. WILSON TAYLOR: Can we
24 go back to the power bill because I am not sure -- do
25 we have -- yeah.

1 CHAIR DEBORAH WOOLEY: It's a
2 consider, those two.

3 FACILITATOR MR. WILSON TAYLOR: I want
4 to make sure -- we had some -- think around that and
5 make sure we're okay with that.

6 MS. ERICA WADL: This phrasing is a
7 little weird.

8 DFO MR. BRUCE SCHOFIELD: I was just
9 talking and think about putting -- after you use the
10 distributors add the word resources so that gets us
11 into whether it's bill stuffers or websites or annual
12 meetings of the distributors. There's any number of
13 the resources that the distributors have available to
14 help us partner in this.

15 MS. ERICA WADL: Should I put consider
16 using?

17 FACILITATOR MR. WILSON TAYLOR: Okay.
18 Consider using.

19 MS. ERICA WADL: Should I put consider
20 using to be consistent? It sounds negative .

21 MR. MARK IVERSON: Stop at customers
22 and leave the rest of it off.

23 CHAIR DEBORAH WOOLEY: Yeah.

24 MR. JACK SIMMONS: We have been trying
25 to use the words recently instead of distributors to

1 say the local power companies or the local power
2 utilities or something like that.

3 FACILITATOR MR. WILSON TAYLOR: Local
4 power utilities. Okay.

5 CHAIR DEBORAH WOOLEY: Are you okay
6 with these now?

7 Okay. Roll on down.

8 MS. ERICA WADL: Hold on.

9 MR. GEORGE KITCHENS: Russell, has the
10 tribes done something wrong?

11 MR. RUSSELL TOWNSEND: I don't know.

12 CHAIR DEBORAH WOOLEY: We're suing
13 them.

14 MR. RUSSELL TOWNSEND: Yeah, there
15 could be an uprising over that one.

16 CHAIR DEBORAH WOOLEY: Should it say
17 pursue the federally recognized tribes or
18 partnerships such as --

19 MR. RUSSELL TOWNSEND: I would just
20 say pursue partnerships with the federal tribes.

21 CHAIR DEBORAH WOOLEY: I was looking
22 at the next one, should that say recommendation or
23 that should be an example or go away completely?

24 MR. RUSSELL TOWNSEND: No. I think
25 that should be -- I was going to say there's not

1 going to be any pursuing because I am too fat to run.
2 I am going to stand and fight.

3 MR. GEORGE KITCHENS: And I may be too
4 slow to catch you.

5 MS. ERICA WADL: This is what it now
6 looks like.

7 CHAIR DEBORAH WOOLEY: Are we okay
8 with these on this screen?

9 Are there more?

10 You guys are going to be out chasing a
11 lot of people.

12 MS. ERICA WADL: That's it. So we're
13 okay with this?

14 CHAIR DEBORAH WOOLEY: Okay. Are we
15 ready to vote on these?

16 MR. GEORGE KITCHENS: Back on that
17 last bullet, could we do a slash in-kind services or
18 something there?

19 MS. ERICA WADL: I can.

20 MR. GEORGE KITCHENS: I mean, the
21 volunteer hours maybe are between two and three or
22 something.

23 FACILITATOR MR. WILSON TAYLOR: Yes.

24 CHAIR DEBORAH WOOLEY: Are we ready to
25 vote?

1 Do we need to look through them one
2 more time?

3 We're ready to vote on them. Thumbs
4 up means we like them. Thumbs down means we have got
5 to start over.

6 MR. GEORGE KITCHENS: We're in there.

7 FACILITATOR MR. WILSON TAYLOR: And
8 with the approval of No. 1, we shall take a
9 ten-minute break and come back and get the other two.

10 (Brief recess.)

11 CHAIR DEBORAH WOOLEY: We have now got
12 a quorum. I think they are locking the back doors.
13 We're going to try to go through these other two
14 questions as quickly as possible but as thoroughly as
15 we need to.

16 So this is the second question. We
17 have got our bullets over here let's just look at the
18 bullets on the screen to see if we have got any
19 changes. This is the question we changed slightly.
20 So look at your answers in terms of that.

21 Does the third bullet go under this
22 question?

23 MR. RUSSELL TOWNSEND: It really seems
24 like it should go under question three to me.

25 Doesn't it to you?

1 MRS. JEAN ELMORE: Maintaining
2 accountability.

3 CHAIR DEBORAH WOOLEY: Are you okay
4 with moving that to three?

5 MR. TOM LITTLEPAGE: Yeah.

6 MR. GEORGE KITCHENS: Is there any --

7 CHAIR DEBORAH WOOLEY: What about the
8 creative risk management assessment, is that a three
9 also?

10 MRS. JEAN ELMORE: Probably.

11 MR. RUSSELL TOWNSEND: Yeah.

12 MR. GEORGE KITCHENS: Did we say
13 anywhere on here a tax deduction?

14 I mean, let's just be blunt.
15 Individuals and corporations that are for profit
16 organizations, part of their motivation is going to
17 be to make sure that they don't pay as much income
18 tax as they might otherwise pay, in addition to an
19 emotional attachment to keeping the creek or whatever
20 clean.

21 FACILITATOR MR. WILSON TAYLOR: Would
22 it be a tax benefit because it couldn't be --

23 MRS. JEAN ELMORE: Tax benefits.

24 MR. GEORGE KITCHENS: There we go.

25 MR. TOM LITTLEPAGE: Yeah. To the

1 degree I was involved in the bullet about creating
2 risk management assessment, I really intended as part
3 of the attribute review of these groups, you know,
4 that there would be some assessment of risk
5 associated with that as you look at the focus of
6 question two that risks became a component of that.

7 CHAIR DEBORAH WOOLEY: Okay.

8 MR. RUSSELL TOWNSEND: It doesn't want
9 to take money from the --

10 CHAIR DEBORAH WOOLEY: You don't want
11 to sue any more tribes either.

12 Are we okay with the bullets we see up
13 here?

14 Are you ready to scroll on down?

15 MRS. RENEE HOYOS: Just a thought
16 here.

17 MR. JACK SIMMONS: On the attributes,
18 I hear what you're saying about the attributes, but
19 that's really not the attributes of the organization
20 but what attributes would make them want to
21 contribute. So I am still not sure that that risk
22 management fits there.

23 CHAIR DEBORAH WOOLEY: I kind of think
24 it fits in both places. I see -- I see what Tom is
25 saying, you want to know who else is contributing.

1 So, you know, you don't want to join a club at the
2 foundation that's not good. At the same time it's a
3 protection.

4 FACILITATOR MR. WILSON TAYLOR: Renee.

5 MRS. RENEE HOYOS: No.

6 CHAIR DEBORAH WOOLEY: It's — Bruce
7 just said as long as it's captured one place or
8 another.

9 MR. TOM LITTLEPAGE: Yeah. I am not
10 tied to the question as long as the thought is in
11 there.

12 CHAIR DEBORAH WOOLEY: Are we okay to
13 scroll on down?

14 MS. ERICA WADL: Sorry. I am trying
15 to figure out how to rephrase these.

16 MRS. RENEE HOYOS: Isn't that captured
17 in the first bullet?

18 MR. RUSSELL TOWNSEND: Which one, the
19 last one?

20 MRS. RENEE HOYOS: The one should
21 have -- where is it?

22 Provide name recognition to those
23 groups, bullet -- the first bullet talks about --

24 CHAIR DEBORAH WOOLEY: I think when
25 the discussion came up this was like having an event

1 and listing them as members or something. I think
2 we're looking at multiple ways.

3 MRS. RENEE HOYOS: Okay.

4 CHAIR DEBORAH WOOLEY: If it doesn't
5 say that clearly, maybe we ought to restate it.

6 Are we okay with these?

7 Comments on these?

8 Are we okay?

9 Okay. That's it.

10 Any bullets we're missing or we need
11 to add or any other thoughts?

12 Are we ready to vote?

13 Thumbs up?

14 Anybody for starting over?

15 Okay.

16 MR. PAUL TEAGUE: I really like the
17 way she words it. You can be the chairman of the
18 committee of legislature.

19 CHAIR DEBORAH WOOLEY: Third question.

20 MRS. JEAN ELMORE: That one is a
21 little awkward, that first one.

22 CHAIR DEBORAH WOOLEY: What were we
23 trying to say there?

24 MRS. JEAN ELMORE: Either creating one
25 or an existing one.

1 MS. ERICA WADL: This is probably one
2 of the very first things you said. It was probably
3 before we even started.

4 DFO MR. BRUCE SCHOFIELD: Put a
5 semicolon after parenthetical three and see if it
6 reads better.

7 MRS. JEAN ELMORE: Consider having
8 these contributions coming through a 501c3 and leave
9 it at that.

10 CHAIR DEBORAH WOOLEY: Are you okay?

11 MS. ERICA WADL: Do you want me to
12 delete that?

13 MR. GEORGE KITCHENS: Delete that.

14 MR. KARL DUDLEY: Delete that.

15 CHAIR DEBORAH WOOLEY: Just a period
16 there, is that what y'all want?

17 Okay. Period.

18 DFO MR. BRUCE SCHOFIELD: Highlight
19 that sentence.

20 MR. JACK SIMMONS: In the third bullet
21 shouldn't you just put a period after well-defined
22 governing structure and --

23 CHAIR DEBORAH WOOLEY: I agree. On
24 the bullet before that one, what do y'all think about
25 putting a period after structure?

1 Okay.

2 MS. ERICA WADL: Go ahead.

3 CHAIR DEBORAH WOOLEY: Period.

4 MS. ERICA WADL: Should this be a
5 separate bullet?

6 MR. JACK SIMMONS: (Moves head up and
7 down.)

8 CHAIR DEBORAH WOOLEY: I think the law
9 is going to require that.

10 MR. RUSSELL TOWNSEND: Yeah.

11 MR. TOM LITTLEPAGE: Yeah. I might
12 suggest on the next bullet change oversight to review
13 or something that doesn't connote something
14 contrary to the point above it.

15 CHAIR DEBORAH WOOLEY: Well, do we
16 need to say the oversight and review is by TVA or do
17 we just need to say that the foundation should have
18 oversight and review, whatever the word is, to ensure
19 its mission aligns with TVA's goals?

20 MRS. JEAN ELMORE: Somebody should be
21 designated as the overseighter. TVA be designated as
22 the overseighter.

23 MR. JACK SIMMONS: Wilson, part of the
24 thought there is that you don't want to give
25 something -- I mean, you want to have autonomy and

1 you want to have some independence but you don't want
2 to have something that has a life of its own that's
3 going to potentially conflict or trump with what the
4 NRP says.

5 MR. GEORGE KITCHENS: Bruce had a good
6 point around that.

7 FACILITATOR MR. WILSON TAYLOR: If
8 you'd go to your mic to make sure she can capture it.
9 Thanks, George.

10 MR. GEORGE KITCHENS: I'm sorry.
11 Bruce had a good point earlier that the projects,
12 whatever they are, are going to be done on land that
13 TVA owns and would have some control over what
14 happens on their property.

15 DFO MR. BRUCE SCHOFIELD: Having heard
16 what I said, I would look to some of my partners in
17 the back.

18 Would we envision -- if we're
19 improving the resource in the Valley, is part of
20 that -- the NRP is limited to the 293, 293,000 acres,
21 but would we envision this foundation having the
22 foresight to go improve resources in the Valley that
23 don't belong to TVA?

24 CHAIR DEBORAH WOOLEY: It depends on
25 how you define the --

1 DFO MR. BRUCE SCHOFIELD: I
2 understand. Evan.

3 MR. EVAN CREWS: There are certain
4 programs in the NRP, such as water quality, that may
5 go beyond the scope of the 293 in some circumstances.
6 As we're setting up a potential foundation, we
7 could -- some of the criteria could be we could limit
8 potentially to the 293 and address water quality in a
9 different way perhaps.

10 I think that's something we would need
11 to take into consideration because if you don't have
12 the limiting control of having it on TVA and
13 ultimately having the authority, then you would need
14 to have another control in place for that in the
15 foundation. That's something that should be
16 considered anyways, but there are programs outside or
17 in the NRP that might be outside of the --

18 MR. RUSSELL TOWNSEND: For water
19 quality you have to look at the whole watershed,
20 right?

21 DFO MR. BRUCE SCHOFIELD: Exactly.
22 When I heard it that's --

23 CHAIR DEBORAH WOOLEY: What if you --
24 and I hate to start doing this. What if you look at
25 rewording that somehow and that you say that any

1 foundation should have a mission that is compatible
2 with TVA's stewardship goals and have the appropriate
3 oversight to ensure it operates within that mission
4 or within those goals and then you -- we haven't
5 gotten into trying to pick out how to do it but we
6 have tried to define it into it.

7 Does that cover what we need?

8 MR. RUSSELL TOWNSEND: I think so.

9 CHAIR DEBORAH WOOLEY: I'm not trying
10 to put words in -- are we ready to look at the next
11 set of bullets?

12 What does the first one mean?

13 MR. GEORGE KITCHENS: I was curious
14 about that myself.

15 CHAIR DEBORAH WOOLEY: Where did that
16 come from?

17 Does anybody remember?

18 MS. ERICA WADL: That was Russell
19 where you mentioned -- I'm sorry. We were typing
20 quickly or I was typing quickly.

21 You had mentioned that if there was a
22 governing structure that there should be a membership
23 from each of the resource, like cultural, recreation.
24 I probably didn't capture it as well as I should
25 have.

1 MR. RUSSELL TOWNSEND: No. That's
2 exactly what I was going for, and I kind of think it
3 reads that way.

4 CHAIR DEBORAH WOOLEY: How about that
5 it aligns with the NRP?

6 MR. RUSSELL TOWNSEND: Well, if you
7 have ten people on recreation and, you know, one
8 person speaking for water quality, that won't work.
9 You need to kind of have every goal be equally
10 represented by the governing body, the makeup.

11 CHAIR DEBORAH WOOLEY: I think it's
12 important. I agree with you.

13 DFO MR. BRUCE SCHOFIELD: So does the
14 second sentence in that bullet now capture that?

15 MR. RUSSELL TOWNSEND: Yes.

16 CHAIR DEBORAH WOOLEY: If we want to
17 make sure we get it, I'm not sure we shouldn't even
18 go back up to say that it should be a balanced
19 membership structure so that you don't have five of
20 one and one of the other.

21 MR. RUSSELL TOWNSEND: I mean, that's
22 what I was suggesting, but I don't know how to do
23 these things.

24 CHAIR DEBORAH WOOLEY: You did pretty
25 good.

1 MR. RUSSELL TOWNSEND: I just keep
2 thinking about that book by Mary Shelley where that
3 dude -- he like makes that dude and then he can get
4 that dude to do what he wants to.

5 MRS. RENEE HOYOS: Frankenstein.

6 MR. RUSSELL TOWNSEND: Let's try to
7 avoid that here.

8 FACILITATOR MR. WILSON TAYLOR: That
9 tall dude.

10 CHAIR DEBORAH WOOLEY: Are we okay
11 with the ones on the screen?

12 Okay. Roll on down.

13 Does that bullet that's right below
14 the line, use caution in creating a foundation that
15 TVA cannot have control over, are those words that
16 could come back and bite a foundation someday?

17 MR. RUSSELL TOWNSEND: Yeah. I mean,
18 I said that but you could --

19 CHAIR DEBORAH WOOLEY: Is there a
20 gentler way to say it I think is what I'm asking?

21 MR. RUSSELL TOWNSEND: Yeah. It's
22 that Mary Shelley thing.

23 CHAIR DEBORAH WOOLEY: Yeah. I think
24 you're exactly right. I am looking for a gentler
25 way.

1 DFO MR. BRUCE SCHOFIELD: We talked
2 about it in several areas in this about having proper
3 oversight, which is what that is as opposed to
4 control, and I think we -- I'm sorry. I think the
5 Council has covered that in several other bullets
6 about having appropriate oversight to ensure it
7 aligns with the mission and the NRP.

8 MRS. JEAN ELMORE: Eliminate that one.

9 CHAIR DEBORAH WOOLEY: Okay. Do you
10 feel comfortable with eliminating that one?

11 George.

12 MR. GEORGE KITCHENS: On the one
13 bullet that's above the line, contribute to the
14 foundation to accomplish specific projects, I mean,
15 could we just say that like annually that TVA should
16 inform the foundation as to projects that are in need
17 of attention or something like that?

18 CHAIR DEBORAH WOOLEY: Or coordinate
19 with the foundation.

20 MR. GEORGE KITCHENS: Yeah. That way
21 if there are specific things in the NRP that need to
22 be -- need some attention, TVA could make the
23 foundation aware of those specific projects so that
24 we're staying tuned up and aligned.

25 FACILITATOR MR. WILSON TAYLOR: Just a

1 question for clarity for George. Would periodically
2 inform just because it may be --

3 MR. GEORGE KITCHENS: Yeah.

4 MS. ERICA WADL: TVA should
5 periodically or annually?

6 FACILITATOR MR. WILSON TAYLOR: Either
7 way.

8 MS. ERICA WADL: Here's the one we're
9 looking at.

10 MRS. JEAN ELMORE: As needed.

11 FACILITATOR MR. WILSON TAYLOR: Yes,
12 because you want to -- you don't want to tie yourself
13 into --

14 MRS. JEAN ELMORE: You want to at
15 least have it annually but annually or as needed.

16 CHAIR DEBORAH WOOLEY: And I think I
17 would coordinate with the foundation establishing
18 priorities.

19 MR. RUSSELL TOWNSEND: Do you want to
20 get rid of the one on the other line?

21 DFO MR. BRUCE SCHOFIELD: Do we want
22 to stop after projects on that one?

23 MRS. JEAN ELMORE: Yeah.

24 CHAIR DEBORAH WOOLEY: Is that what
25 you guys want?

1 Okay. Period.

2 MS. ERICA WADL: Then this one, are we
3 okay with that?

4 MRS. JEAN ELMORE: Delete.

5 CHAIR DEBORAH WOOLEY: Yeah, delete.
6 We're getting to the end.

7 MRS. JEAN ELMORE: Maybe we should say
8 provide transparency because we're looking like we're
9 criticizing other foundations there. That's a bit
10 negative.

11 MR. TOM LITTLEPAGE: Agree.

12 MR. GEORGE KITCHENS: Yeah, let's
13 don't throw rockets at the Red Cross.

14 CHAIR DEBORAH WOOLEY: I think what I
15 was trying to say there is maybe what the law
16 requires to provide transparency. Just a period
17 there.

18 MS. ERICA WADL: Okay.

19 CHAIR DEBORAH WOOLEY: Have we said
20 that before? The last one, have we said that before?

21 Can we say it better or differently?
22 Do we need it?

23 MR. KARL DUDLEY: It's redundant.

24 MRS. JEAN ELMORE: It says it well,
25 but it may be redundant of some of the others.

1 CHAIR DEBORAH WOOLEY: We can leave
2 it. It won't hurt anything.

3 MRS. JEAN ELMORE: Sometimes we have
4 to say something three or four times before it sinks
5 in.

6 CHAIR DEBORAH WOOLEY: Are you guys
7 ready to vote on them?

8 MR. GEORGE KITCHENS: I'm just worried
9 a little bit about the word oversight being included
10 there, that provides advice, counsel or whatever
11 might be a better way of --

12 CHAIR DEBORAH WOOLEY: Coordination.

13 MR. GEORGE KITCHENS: Coordination.
14 Something that doesn't look like a control thing
15 since we were concerned about that earlier.

16 MR. TOM LITTLEPAGE: I thought this
17 oversight had to do with the foundation though. So I
18 don't know that it's not appropriate here.

19 This is a management entity in the
20 foundation itself, right?

21 MR. GEORGE KITCHENS: Oh. Tom, I was
22 worried that it was identifying a department in TVA.
23 All right.

24 MR. TOM LITTLEPAGE: That's not my
25 understanding of what we were talking about here.

1 CHAIR DEBORAH WOOLEY: Maybe we need
2 to clarify that.

3 Do we want to create a foundation
4 management entity?

5 TVA, what do y'all want?

6 MR. JACK SIMMONS: Well, I was
7 bothered by the part where it says create a
8 management entity, and you're really trying to get at
9 ensuring in the bottom two lines. You're really
10 trying to get at the bottom two lines.

11 So do you need to specify what that is
12 as long as you're trying to accomplish something
13 effective of making sure that the goals and
14 objectives are met or matched?

15 It's just a thought. I just hate for
16 us to say create another management entity of any
17 kind at this point.

18 CHAIR DEBORAH WOOLEY: Okay.

19 MR. TOM LITTLEPAGE: Yeah. I agree.
20 Take that out.

21 CHAIR DEBORAH WOOLEY: Start there
22 with ensure.

23 MRS. JEAN ELMORE: That sums up what
24 we're wanting.

25 CHAIR DEBORAH WOOLEY: Do we want to

1 look through them again or vote on them?

2 Thumbs up means you're for it.

3 Thumbs down means you don't want to go
4 home.

5 MR. TOM LITTLEPAGE: You create a
6 monster.

7 CHAIR DEBORAH WOOLEY: I think we have
8 approved it. I will turn it back over to Wilson. I
9 just want to say thank you for a good meeting.

10 I think, you know, the questions
11 seemed a little benign when we started. The advice
12 that's been given is great. It's a challenge as
13 you're going down to try to vote like this. I just
14 appreciate your time and what you had to offer.

15 I will turn it back over to Bruce or
16 Wilson who's probably going to turn it over to Beth
17 to tell us what's going on.

18 FACILITATOR MR. WILSON TAYLOR: I'll
19 turn it over to Beth.

20 MS. BETH KEEL: The next dates that
21 we're suggesting for fall meeting are October 4th and
22 5th, which is a Thursday and a half day Friday, the
23 same as before. At this point let's say Knoxville.
24 I don't exactly know the location, but I would guess
25 it might be there this time.

1 So if you'd mark your calendars for
2 that, that would be great. October 4 and 5. So you
3 would come in the Wednesday night again.

4 The other thing is when we finally
5 finish, please try to remember to leave your gold
6 badges on the table.

7 MR. GEORGE KITCHENS: Beth, if I could
8 ask for maybe a little amendment to the date that's
9 being considered. The National Rural Electric
10 Cooperative Association is having a regional meeting
11 in Atlanta over some of those days that will at least
12 take myself and potentially Karl and Jack out of the
13 quorum.

14 MS. BETH KEEL: There is a backup.
15 Would you consider Monday and Tuesday situation,
16 which is different than we have already done, but
17 there is October 22 and -- October 22 and 23 that was
18 the backup situation. Would you consider that?

19 That would probably mean you would
20 come in Sunday night, if that's okay with everyone.
21 If that works out better for folks, then that would
22 work.

23 CHAIR DEBORAH WOOLEY: Does anybody
24 have a problem with a Monday and Tuesday?

25 Everybody okay with Monday and

1 Tuesday, the 22nd and 23rd.

2 MS. BETH KEEL: So if that's good,
3 that's it, October 22 and 23.

4 Thank you very much.

5 FACILITATOR MR. WILSON TAYLOR: Bruce,
6 any wrap-up or closing thoughts?

7 DFO MR. BRUCE SCHOFIELD: Well, I
8 would just like to echo Deb's comments that I think
9 this has been a very productive meeting. We at TVA
10 appreciate the work that the Council does for us. It
11 helps keep us on the straight and narrow to go do
12 that.

13 The value of the varied expertise and
14 focus areas, I think, has been — I think this
15 Council since '99 has been very productive and very
16 helpful to TVA.

17 Any other suggestions or comments that
18 the Council would like to provide to TVA? I am open.

19 MR. TOM LITTLEPAGE: Okay. I guess I
20 would like to throw a couple of things out. I didn't
21 want to bring it up as we were discussing the
22 questions.

23 The idea of looking at the NRP and to
24 what degree progress is being made on the NRP, if you
25 remember, it was phased, and Phase 1 was a one- to

1 three-year implementation period. So my thought is
2 it may be worthwhile as we get together in October to
3 kind of see what the internal TVA scorecards are
4 showing relative to some of the successes and early
5 activities relating to Phase 1 and how that's being
6 made and to what degree there have been problems or
7 ideas or lessons learned out of that process. I'd
8 just throw that out for consideration.

9 The other thing is we have seen -- for
10 those of us who have been here a little bit, you have
11 seen a long string of discussions about natural
12 resource management, beginning with the ROS,
13 environmental policy, the TVA vision, the IRP, the
14 NRP.

15 Just a thought for the Council to
16 consider, it may be worthwhile to try to step back
17 and look from a natural resource standpoint how are
18 all of these things doing relative to these guidance
19 documents?

20 You know, the strategic vision had a
21 responsibility component, I guess, as part of TVA's
22 core strategic vision and a key aspect was natural
23 resource management. So instead of looking at it
24 plan-by-plan, maybe trying to take a sector specific
25 approach with natural resource management and how are

1 we doing aligning with all of these things and the
2 changes that are occurring.

3 It doesn't -- I'm not necessarily
4 saying for the next meeting, but it may be something
5 for the next Council or someday to holistically look
6 at all of these plans that have been put in place,
7 you know, the narrow constrict of the NRP and its
8 progress but in the broader TVA vision how is all of
9 this fitting together?

10 And then my last point would be that
11 we heard Chuck yesterday as he talked about the ROS,
12 and I would throw out for the Council to consider --
13 my understanding is that the ROS was an outgrowth of
14 the Council's recommendation to look at how these
15 projects are managed and not approach specific
16 requests for elevation shifts or guide curve
17 adjustments but to try to look systemically at the
18 system.

19 It may be time to step back and do
20 that again to look at what the states have done
21 relative to quantity management, the status of
22 potential interbasin transfers, the impacts of growth
23 and land use changes in and around the projects and
24 around on non-TVA lands and to what degree those are
25 potentially going to have impact.

1 The degree we look at climate change
2 as a phenomenon, how is it impacted?

3 Are we still within the basis of
4 reason to take historical hydrology and project it
5 into the future?

6 Do we need to induce some change to
7 risks as to how we're measuring whether droughts are
8 going to be more significant in the future or what
9 are the implications that we may see.

10 So, again, those may be things for a
11 future Council to consider, but I think it's within
12 the realm of the Charter that we have been given to
13 ask TVA some of these questions. I'd just throw
14 those out for consideration.

15 DFO MR. BRUCE SCHOFIELD: And
16 that's -- I think those are excellent suggestions,
17 and I have seen several staff in the back feverishly
18 writing as you were talking. So we will look at
19 that.

20 One thing that we have committed to do
21 is give progress updates on how we're doing with the
22 NRP at each meeting. Maybe that holistic look of how
23 that fits in may be the topic for the next one, and
24 we will take that action to look at bringing that
25 back.

1 We will go back and actually relook at
2 the folks in the ROS and see if there's something
3 else that we need to do. I think they keep that up,
4 but that may be a briefing on a future meeting that
5 we need to go do.

6 MR. TOM LITTLEPAGE: Yeah. Again,
7 it's kind of a living thing. You know, my
8 understanding is the way the ROS is is it's not
9 embodied in a piece of paper. It's embodied in
10 models and analysis and living processes, very
11 adaptable kind of an approach.

12 It's just to what degree do we need a
13 technical focus that the ROS provided and models that
14 and tools that were developed, is that adequate or do
15 we need to reassess a commitment or an investment
16 that may be needed for that?

17 DFO MR. BRUCE SCHOFIELD: We will take
18 that question as just an action that we need to get
19 back and follow up on.

20 CHAIR DEBORAH WOOLEY: Any other
21 thoughts or ideas?

22 DFO MR. BRUCE SCHOFIELD: Jack is
23 standing up.

24 Anything else to close out?

25 Nothing.

1 CHAIR DEBORAH WOOLEY: Any other
2 comments?

3 Drive safe.

4 MR. TOM LITTLEPAGE: I move we
5 adjourn.

6 END OF MEETING

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REPORTER'S CERTIFICATE

STATE OF TENNESSEE)
 : SS.
COUNTY OF HAMILTON)

I, Kimberly J. Nixon, RPR, the officer before whom the foregoing meeting was taken, do hereby certify that the foregoing transcript was taken by me in machine shorthand, and thereafter reduced to typewriting by me;

That the transcript is a true and accurate and that the transcript was prepared under my supervision, and attached to this certificate is a true, accurate and complete transcript, as provided by law;

That I am neither counsel for, related to, nor employed by any of the parties to this action; and I further certify that I am not a relative or employee of any attorney or counsel employed by the parties hereto, nor financially or otherwise interested in the outcome of this action; and that the foregoing transcript is complete and accurate in all particulars, as provided by law.

In witness whereof, I have hereunto set my hand this _____ day of _____, 2012.

KIMBERLY J. NIXON, RPR
COMMISSION EXPIRES: 3/23/2016.