

**CORDOVA ELECTRIC COOPERATIVE
REGULAR MEETING AGENDA**

Wednesday, January 25, 2023
6:00 p.m.
Cordova Center Education Room

1. CALL TO ORDER	
2. ROLL CALL	
3. MEMBERSHIP PARTICIPATION	
4. APPROVAL OF AGENDA	
5. CONSENT AGENDA	
a. Approve New Members 10/1/22 – 12/31/22	3
b. Minutes of November 14, 2022 Regular Meeting	4
c. Minutes of December 14, 2022 Special Meeting.....	6
d. Minutes of December 28, 2022 Regular Meeting.....	8
6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS	
7. MANAGEMENT REPORTS	
a. REDSEA Update from Rob Hovsopian, National Renewable Energy Laboratory	
b. CEO Report.....	10
c. Financial Reports	15
8. NEW BUSINESS	
a. Resolution 23-01 – Estate Retirements.....	26
b. Election Committee Appointment	28
c. Approve Policy 433 – Exempt Employee Practices	29
9. UNFINISHED BUSINESS	
a. Board Self-Evaluation – Review for 4 th Quarter	33
10. INFORMATION ITEMS	
a. Strategic Plan	35
b. Nominations from Nominating Committee	36
c. Board Directors, Officers, and Committees.....	38
d. Board Attendance at Regular Meetings	39
11. OTHER ITEMS	
a. Policy Review (Policies on OneDrive)	
▪ Policy 117 – Changes in Tariff Rates, Rules, and Regulations	
▪ Policy 119 – Functions of the Nominating Committee	
12. EXECUTIVE SESSION	
a. Headquarters Planning – Reason #1 Financial	

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13. PENDING AGENDA

- a. Board Pending Events Calendar40

14. SUMMARY OF BOARD DIRECTION TO CEO

15. BOARD COMMENTS

16. ADJOURNMENT

Alaska law sets forth the reason for holding an executive session. In moving for an executive session, the reason should be set forth in one of the motions as outlined:

1. **Financial:** I move that the Board go into executive session to discuss _____ (brief description of subject matter, i.e., status of labor negotiations, a potential property acquisition, etc.), the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative.
2. **Legal:** I move that the Board go into executive session to discuss with counsel _____ (brief description of subject matter, i.e., status of the lawsuit Smith v. Cooperative, proposed contract with Acme Corp., etc.) the immediate knowledge of which could have an adverse effect on the legal position of the cooperative.
3. **Personnel matters:** I move that the Board go into executive session to discuss a personnel matter involving _____ (brief description of subject matter, i.e., a recent employee discipline matter, the CEO's evaluation, a personnel policy violation, a new CEO contract, etc.)
4. **Prejudice Character:** I move that the Board go into executive session to discuss _____ (the letter from Martin Member, the article in the local paper regarding an employee, etc.), that could tend to prejudice the reputation and character of _____ (name of person). **NOTE:** This last motion requires that the person who is the subject of the executive session have the opportunity to request that the discussion take place in open session. The Board should consult with counsel before relying on this open meeting exception.