

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
FEBRUARY 22, 2023
MINUTES**

1. CALL TO ORDER

Chair *Joe Cook* called the Regular Meeting of the Board of Directors of Cordova Electric Cooperative to order at 6:00 PM on February 22, 2023.

2. ROLL CALL

Present for roll call were Chair *Cook* and Directors *Scott Pegau, Steve Ranney, Rob Campbell, Andrew Smallwood, and Jeremy Botz*. A quorum was present. *Stephen Phillips* joined the meeting at 7:04 PM. Also present was Manager of Administration and Finance, *Emma Merritt*, Technology Manager, *Trever Kudrna*, and Executive Assistant/HR Coordinator, *Leif Stavig*.

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

M/*Pegau* S/*Smallwood* to approve the agenda. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

5. CONSENT AGENDA

a. Minutes of January 25, 2023 Regular Meeting

M/*Botz* S/*Pegau* to approve the consent agenda. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS

7. MANAGEMENT REPORTS

a. Presentation of Customer Service Study Results

Michael Shepard, CEO of Pioneer Utility Resources, and *John Marling*, President of Pulse Research gave a presentation on the Customer Service Study.

b. CEO Report

c. Financial Reports

Merritt delivered the financial reports.

8. NEW BUSINESS

a. Approve Policy 117 – Changes in Tariff Rates, Rules, and Regulations

M/*Pegau* S/*Botz* to approve Policy 117. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

b. Approve Policy 213 – Records Management Policy

M/*Ranney* S/*Smallwood* to approve Policy 213.

M/*Cook* to table it to go to CEC attorney for review. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

c. Adopt Strategic Planning Documents

M/*Ranney S/Botz* to adopt the strategic planning documents and strategic initiatives.

M/*Cook* to table if until the next meeting. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

d. Acting CEO

M/*Botz S/Phillips* to approve the CEO's appointment of Emma Merritt as acting CEO during the CEO's absence from April 24-May 14. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

e. Tariff Rate Schedule Revision

M/*Pegau S/Smallwood* to revise CEC Tariff Schedules 100, 200, 300, 800, 810, 900, 902, and 1000 to be effective April 1, 2023, which would result in a 4% increase to all consumer, energy, and demand charges. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

9. UNFINISHED BUSINESS

a. Approve Policy 433 – Exempt Employee Practices

M/*Ranney S/Smallwood* to approve Policy 213. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Botz*-yes. Motion passed.

10. INFORMATION ITEMS

- a. Board Directors, Officers, and Committees**
- b. Board Attendance at Regular Meetings**

11. OTHER ITEMS

- a. Policy Review (Policies on OneDrive)**
 - **Policy 121 – Counting of Mail-In and Annual Meeting Ballots**
 - **Policy 123 – Functions of the Bylaw Committee**

12. EXECUTIVE SESSION

- a. Headquarters Negotiations – Reason #1 Financial**
- b. CEO Evaluation – Reason #3 Personnel**

M/*Phillips S/Ranney* to go into executive session to discuss a personnel matter involving the CEO evaluation. With no objection, the board went into executive session at 7:28 PM and exited at 7:33 PM. No action was taken in executive session.

13. PENDING AGENDA

- a. Board Pending Events Calendar**

14. SUMMARY OF BOARD DIRECTION TO CEO

- Outreach for fuel surcharge
- Share reports on survey
- FAA Johnstone Point – timeline on project, and when that would go to the board
- Cost of the survey
- Attorney review of Policy 213
- Strategic planning documents to be available to the board

15. BOARD COMMENTS

Phillips apologized for missing the first part of the meeting.

Ranney said with any renewables planning they need to remember January, February, March, April.

Cook said the APA Legislative Conference went well and it was good to be there in person.

16. ADJOURNMENT

M/*Phillips* S/*Botz* to adjourn. Meeting adjourned at 7:40 PM.

3/22/23

Date Approved

Secretary/Treasurer

