

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
JANUARY 22, 2024
MINUTES**

1. CALL TO ORDER

Chair *Joe Cook* called the Regular Meeting of the Board of Directors of Cordova Electric Cooperative to order at 6:01 PM on January 22, 2024.

2. ROLL CALL

Present for roll call were Chair *Cook* and Directors *Scott Pegau, Steve Ranney, Rob Campbell, Andrew Smallwood, and Jeremy Botz. Stephen Phillips* was absent. A quorum was present. Also present was Chief Executive Officer, *Clay Koplín*, Manager of Finance, *Emma Merritt*, Manager of Generation, *Russ Goss*, Technology Manager, *Trever Kudrna*, and Executive Assistant/HR, *Leif Stavig*.

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

M/*Smallwood* S/*Campbell* 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 December 27, 2023 Regular Meeting

b. Minutes of January 10, 2024 Special Meeting

M/*Campbell* 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. CEO Report

Koplín delivered the CEO Report.

b. Financial Reports

Merritt delivered the financial reports.

8. NEW BUSINESS

a. Approve HBC Bunkhouse Increase

M/*Campbell* S/*Botz* to approve the increase of the HBC Bunkhouse to \$42,000. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*- yes. Motion passed.

b. Approve Policy 233 – Street Lights

M/*Campbell* S/*Pegau* to approve Policy 233 – Street Lights. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*- yes. Motion passed.

c. HQ Building Sale Funds

The board discussed the funds from the sale of the HQ building.

d. Appoint Election Committee

M/*Botz* S/*Campbell* to appoint Ruth Steele, Ann Schultz, Tina Hammer, Kate Trudeau, Lindsey Hammer, and Esa Mayo-Pitts to the 2024 Election Committee. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*- yes. Motion passed.

e. Resolution 24-02 – Estate Retirements

M/*Campbell* S/*Pegau* to approve Resolution 24-02. Voice Vote: *Pegau*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Botz*- yes. Motion passed.

9. UNFINISHED BUSINESS

a. Board Self-Evaluation – Review for 4th Quarter

The board reviewed the self-evaluation checklist.

10. INFORMATION ITEMS

- a. Nominations from the Nominating Committee**
- b. ARECA Insurance Distribution Letter**
- c. Board Directors, Officers, and Committees**
- d. Board Attendance at Regular Meetings**

11. OTHER ITEMS

- a. Policy Review**
 - **Policy 101 – Functions of the Board of Directors**
 - **Policy 103 – Delegations from the Board of Directors to the Chief Executive Officer**

12. EXECUTIVE SESSION

13. PENDING AGENDA

- a. Board Pending Events Calendar**

14. SUMMARY OF BOARD DIRECTION TO CEO

- Put feelers out for land opportunities for CEC
- Tax implications on HQ building sale
- Special Meeting for tariff increase

15. BOARD COMMENTS

Pegau said that they need to take a look at the loan application.

Cook said thanks for the meeting.

16. ADJOURNMENT

M/*Campbell* S/*Pegau* to adjourn. Meeting adjourned at 7:00 PM.

2/28/24

Date Approved

Secretary/Treasurer

