

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
MARCH 27, 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 6:02 PM on March 27, 2024.

2. ROLL CALL

Present for roll call were Chair *Cook* and Directors *Steve Ranney, Stephen Phillips, Rob Campbell, Jeremy Botz, Natasha Casciano* and *Lynnette (Lohse) Wright*. *Andrew Smallwood* was absent. A quorum was present. Also present was Chief Executive Officer, *Clay Koplin*, Manager of Finance, *Emma Merritt*, Technology Manager, *Trever Kudrna*, and Executive Assistant/HR, *Leif Stavig*.

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

M/*Phillips* S/*Campbell* to approve the agenda.

Ranney requested they add a report on graduation scholarships under CEO Report. With no objection agenda was amended.

Roll Call Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes. Motion passed.

5. CONSENT AGENDA

a. Minutes of February 28, 2024 Public Hearing

b. Minutes of February 28, 2024 Regular Meeting

M/*Ranney* S/*Phillips* to pull the minutes of the February 28, 2024 Public Hearing from the consent agenda because they are incomplete. Roll Call Vote: *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes, *Cook*-yes. Motion passed.

M/*Phillips* S/*Ranney* to approve the consent agenda. Roll Call Vote: *Phillips*-yes, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes, *Cook*-yes, *Ranney*-yes. Motion passed.

6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS

7. MANAGEMENT REPORTS

a. CEO Report

Koplin delivered the CEO Report.

Ranney reported that the Scholarship Committee selected two applicants that would be announced closer to graduation.

b. Financial Reports

Merritt delivered the financial reports.

8. NEW BUSINESS

a. Officer Elections

Cook nominated himself for chair. *Phillips* nominated himself for chair. Ballot vote: 3 votes for *Cook*, 3 votes for *Phillips*. Without a majority, neither candidate prevailed.

The board took a second vote. Ballot vote: 3 votes for *Cook*, 3 votes for *Phillips*. Without a majority, neither candidate prevailed.

M/*Phillips* S/*Ranney* to defer elections until next meeting. Roll Call Vote: *Smallwood*-absent, *Casciano*-yes, *Wright*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes. Motion passed.

b. CoBank Sharing Success

M/*Ranney* S/ *Campbell* to direct staff to begin advertising the CoBank Sharing Success program with CEC's match up to \$10,000. Roll Call Vote: *Casciano*-yes, *Wright*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-absent. Motion passed.

9. UNFINISHED BUSINESS

10. INFORMATION ITEMS

- a. Election Results
- b. Board Directors, Officers, and Committees
- c. Board Attendance at Regular Meetings

11. OTHER ITEMS

- a. Policy Review
 - Policy 241 – Information Security Program
 - Policy 243 – Capital Credits

The board decided to keep these policies for next meeting's agenda.

12. EXECUTIVE SESSION

a. Lender Requirements

Without objection, the board took a 10 minute recess.

M/*Phillips* S/*Campbell* to go into executive session to discuss lender requirements the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. Roll Call Vote: *Wright*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-absent *Casciano*-yes. Motion passed, and the board went into executive session at 7:05 PM and exited at 7:33 PM. No action was taken in executive session.

13. PENDING AGENDA

- a. Board Pending Events Calendar
- b. Schedule Board Training with Attorney
- c. Reschedule April & May Regular Meetings

14. SUMMARY OF BOARD DIRECTION TO CEO

- April 17th for Special Meeting for Orca Plant Tour
- Updates on Unit 4

15. BOARD COMMENTS

Phillips said it was good to be re-elected to the board. He was excited for the next three years.

Campbell said it was a great Annual Meeting. He thanked staff for how it went. He welcomed the new board members. He went to a week-long board training and a lot of it ended up being a review, because the new board director orientation was so good.

Ranney said he was pleased to hear about cooperation about CTC.

Wright said she was excited to figure stuff out and ask the right questions.


Casciano said she was excited to work with everyone and make good decisions so they don't have to raise rates.

Cook said it was an informational meeting and they have their work cut out for them. He thanked staff.

16. ADJOURNMENT

M/*Phillips* to adjourn. Meeting adjourned at 7:44 PM.

5/9/24
Date Approved


Secretary/Treasurer