



CORDOVA ELECTRIC COOPERATIVE REGULAR MEETING AGENDA

Thursday, May 9, 2024 at 6:00 PM
Cordova Center Education Room

Chair

Joe Cook

Vice Chair

Stephen Phillips

Secretary/Treasurer

Steve Ranney

Directors

Rob Campbell

Andrew Smallwood

Natasha Casciano

Lynnette (Lohse) Wright

CEO

Clay Koplin

1. CALL TO ORDER

2. ROLL CALL

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

5. CONSENT AGENDA

- a. Minutes of February 28, 2024 Public Hearing
- b. Minutes of March 27, 2024 Regular Meeting
- c. Minutes of April 17, 2024 Special Meeting

6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS

7. MANAGEMENT REPORTS

- a. Governance Training from Julie Desimone at Moss Adams
- b. CEO Report
 - Quarterly Capital Project Update
- c. Financial Reports
- d. Audit Presentation by Moss Adams

8. NEW BUSINESS

- a. Accept Audit
- b. Appoint Board of Adjustment
- c. Appoint Bylaw Committee
- d. Board Attendance at APA Conference in Fairbanks
- e. Approve Capital Budget Expense for Removal of Unit 4

9. UNFINISHED BUSINESS

- a. Officer Elections
- b. Board Self-Evaluation – Review for 1st Quarter

10. INFORMATION ITEMS

- a. Annual Review of Polices 101, 103, 127
- b. Board Directors, Officers, and Committees
- c. Board Attendance at Regular Meetings

11. OTHER ITEMS

- a. Policy Review (Policies on Sharepoint)
 - Policy 241 – Information Security Program
 - Policy 243 – Capital Credits

12. EXECUTIVE SESSION

- a. Lender Requirements – Reason #1 Financial



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13. PENDING AGENDA

- a. Pending Events Calendar

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.