

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
NOVEMBER 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 6:00 PM on November 27, 2024.

2. ROLL CALL

Present for roll call were Chair *Cook* and Directors *Steve Ranney, Stephen Phillips, Rob Campbell,* and *Lynnette (Lohse) Wright. Andrew Smallwood* and *Natasha Casciano* were absent. A quorum was present. *Casciano* arrived at 6:01 PM. Also present was Chief Executive Officer, *Clay Koplin*, Manager of Finance, *Emma Merritt*, and Executive Assistant, *Leif Stavig*.

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

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

5. CONSENT AGENDA

a. Minutes of October 23, 2024 Regular Meeting

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

Smallwood arrived at 6:05 PM

6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS

7. MANAGEMENT REPORTS

a. CEO Report

Koplin delivered the CEO Report.

b. Financial Reports

Merritt delivered the financial reports.

8. NEW BUSINESS

a. Board Attendance at APA Legislative Conference in Juneau

M/*Campbell S/Phillips* to authorize CEC Board Directors Rob Campbell, Steve Ranney, Andrew Smallwood to attend the 2024 Alaska Power Association Legislative Conference in Juneau, Alaska. Voice Vote: *Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Smallwood-yes, Casciano-yes, Wright-yes.* Motion passed.

b. Appoint Nominating Committee

M/*Wright S/Casciano* to appoint Kasey Kinsman, Anne Schaefer, and Charlotte Westing to the Nominating Committee. Voice Vote: *Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Smallwood-yes, Casciano-yes, Wright-yes.* Motion passed.

c. Resolution 24-04 – Multiple Term Loan

M/*Campbell* S/*Smallwood* to approve Resolution 24-04. Voice Vote: *Cook*-yes, *Ranney*-no, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Resolution passed.

9. UNFINISHED BUSINESS

10. INFORMATION ITEMS

a. 2025 Budget Presentation

Merritt presented the 2025 Budget.

b. Correspondence – Thank You from Mavis Island Project

c. Board Directors, Officers, and Committees

d. Board Attendance at Regular Meetings

11. OTHER ITEMS

a. Christmas Decorating Contest Planning

b. Policy Review

▪ **Policy 407 – Employees Expense Reimbursement**

▪ **Policy 409 – Management Wage and Salary Plan**

12. EXECUTIVE SESSION

a. Load Growth Opportunities

M/*Campbell* S/*Ranney* to go into executive session to discuss load growth opportunities, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed, and the board went into executive session at 7:12 PM and exited at 7:44 PM. No action was taken in executive session.

b. Grant/Loan Opportunity

M/*Campbell* S/*Ranney* to go into executive session to discuss a grant/loan opportunity, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed, and the board went into executive session at 7:44 PM and exited at 8:30 PM. No action was taken in executive session.

13. PENDING AGENDA

a. Pending Events Calendar

14. SUMMARY OF BOARD DIRECTION TO CEO

- Look into changing per diem in Policy 407
- What is noise level of data servers

15. BOARD COMMENTS

Casciano said there was a lot to think about and thanked staff for all of the hard work.

Phillips said it was a lot to digest and thanked staff.

Ranney said it was good to have differing opinions on things.

Smallwood said the expense of fuel pendulum seems to be swinging towards cheaper fuel, which is interesting.

Wright said she looked forward to learning more and making future decisions.

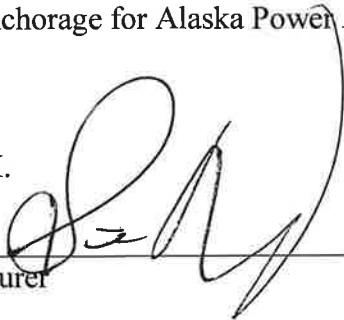
Campbell said he appreciated Emma's comment about the budget not being a surprise.

Cook thanked staff. He said he was going to be in Anchorage for Alaska Power Association meetings in December.

16. ADJOURNMENT

M/**Phillips** to adjourn. Meeting adjourned at 8:40 PM.

1/22/25
Date Approved


Secretary/Treasurer