

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
DECEMBER 13, 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 December 13, 2024.

2. ROLL CALL

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

3. MEMBERSHIP PARTICIPATION

4. APPROVAL OF AGENDA

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

5. CONSENT AGENDA

a. 2024 Write-Offs

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

6. DISCLOSURES OF CONFLICTS OF INTEREST AND EX PARTE COMMUNICATIONS

7. MANAGEMENT REPORTS

a. CEO Report

Koplín delivered the CEO Report.

8. NEW BUSINESS

a. 2025 Budget

M/*Campbell* S/*Ranney* to approve the 2025 Budget. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Casciano*- yes, *Wright*-yes. Motion passed.

b. T11 Draw

M/*Ranney* S/*Campbell* to approve the T11 draw down of \$1 million. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Casciano*- yes, *Wright*-yes. Motion passed.

c. Resolution 24-05 – Capital Credit General Retirement

M/*Campbell* S/*Ranney* to approve Resolution 24-05 with the following statement: RESOLVED, That the Cordova Electric Cooperative Board of Directors approves the retirement of capital credits allocated to patrons for \$190,000 of 1983 and \$190,000 of 2023. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Resolution passed.

d. Pursue Funding for Renewable Projects

M/*Campbell S/Wright* to direct the CEO to pursue funding opportunities for Solar, Humpback Creek, and Crater Lake Projects.

M/*Campbell S/Ranney* to go into executive session to discuss directing the CEO to pursue funding 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*-absent, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed, and the board went into executive session at 6:30 PM and exited at 7:55 PM. No action was taken in executive session. *Smallwood* left the meeting during the executive session.

Roll Call Vote on Main Motion: *Cook*-yes, *Ranney*-no, *Phillips*-absent, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes. Motion passed.

e. Resolution 24-06 – New ERA Loan/Grant Requirements

M/*Campbell S/Ranney* to approve Resolution 24-06. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes. Resolution passed.

9. UNFINISHED BUSINESS

a. Board Attendance at APA Legislative Conference in Juneau

No action was taken.

b. Appoint Nominating Committee

M/*Campbell S/Wright* to appoint Kasey Kinsman, Anne Schaefer, Charlotte Westing, Reuben Brown, John Williams, and Sharon Ermold to the Nominating Committee, with Charlotte Westing to serve as chair of the committee. Voice Vote: *Cook*-yes, *Ranney*-yes, *Phillips*-absent, *Campbell*-yes, *Smallwood*-absent, *Casciano*-yes, *Wright*-yes. Motion passed.

10. INFORMATION ITEMS

- a. Christmas Decorating Contest Judging Sheet**
- b. Board Directors, Officers, and Committees**
- c. Board Attendance at Regular Meetings**

11. OTHER ITEMS

- a. Policy Review**
 - **Policy 411 – Personal Use of Company Vehicles**
 - **Policy 413 – Workplace Harassment**

12. EXECUTIVE SESSION

a. Grant/Loan Opportunity

Executive session occurred under item 8d.

13. PENDING AGENDA

a. Pending Events Calendar

14. SUMMARY OF BOARD DIRECTION TO CEO

None.

15. BOARD COMMENTS

Casciano said it was a great meeting and there was a lot to think about and strive for. She thanked staff for the in-depth information.

Ranney thanked staff.

Campbell said it was a banner year for hydro which was exciting.

Wright said staff had been working hard to move the cooperative and she looked forward to seeing how much higher than 80% hydro they could get.

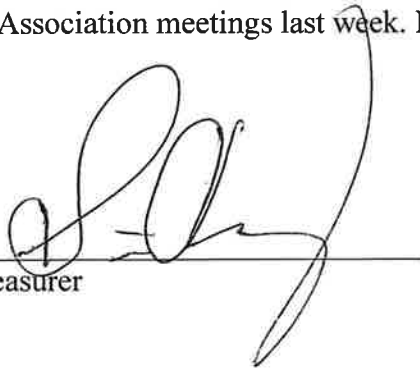
Cook said he was in Anchorage for Alaska Power Association meetings last week. Insurance is doing well

16. ADJOURNMENT

With no objection, meeting adjourned at 8:12 PM.

1/22/25

Date Approved



Secretary/Treasurer