

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
OCTOBER 22, 2025
MINUTES**

1. CALL TO ORDER

Chair **Stephen Phillips** called the Regular Meeting of the Board of Directors of Cordova Electric Cooperative to order at 5:59 PM on October 22, 2025.

2. ROLL CALL

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

3. MEMBERSHIP PARTICIPATION

Koplin introduced representatives of a heat pump manufacturer that was in town.

4. APPROVAL OF AGENDA

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

5. CONSENT AGENDA

a. Minutes of September 17, 2025 Regular Meeting

M/**Campbell S/Cook** to approve the consent agenda. Voice Vote: **Cook**-yes, **Ranney**- yes, **Phillips**-yes, **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

Koplin delivered the CEO Report.

b. Financial Reports

Merritt reviewed the financial reports.

8. NEW BUSINESS

a. Approve Strategic Plan Update

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

b. Approve Capital Budget Expense for Second Street Match

M/**Cook S/Campbell** to approve a capital budget expense of \$400,000 for Second Street underground electrical replacement. Voice Vote: **Cook**-yes, **Ranney**- yes, **Phillips**-yes, **Campbell**-yes, **Smallwood**-yes, **Casciano**-yes, **Wright**-yes. Motion passed.

c. Appoint Scholarship Committee

M/*Ranney* S/*Campbell* to appoint Ranney, Wright, and Smallwood to the CEC Scholarship Committee. Voice Vote: *Cook*-yes, *Ranney*- yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed.

d. Resolution 25-06 – Equity Management Plan

M/*Campbell* S/*Cook* to approve Resolution 25-06. Voice Vote: *Cook*-yes, *Ranney*- yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed.

e. Resolution 25-07 – Capital Credit General Retirement

M/*Campbell* S/*Cook* to approve Resolution 25-07 with the following statement: RESOLVED, That the Cordova Electric Cooperative Board of Directors approves the retirement of capital credits allocated to patrons for 100% remaining of 1983 and 1984, and 20% remaining of 2020. Voice Vote: *Cook*-yes, *Ranney*- yes, *Phillips*-yes, *Campbell*-yes, *Smallwood*-yes, *Casciano*-yes, *Wright*-yes. Motion passed.

9. UNFINISHED BUSINESS

a. Board Self-Evaluation – Review for 3rd Quarter

10. INFORMATION ITEMS

- a. Revenue Projections**
- b. Nominating Committee Information**
- c. Board Directors, Officers, and Committees**
- d. Board Attendance at Regular Meetings**

11. OTHER ITEMS

- a. Policy Review**
 - **Policy 111 – Operational Policy**
 - **Policy 113 – Annual Work Plan and Budget**

12. EXECUTIVE SESSION

a. New ERA Grant Updates – Proposal Responses (Reason #1 – Financial)

M/*Campbell* S/*Cook* to go into executive session to discuss New ERA grant updates, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. With no objection, the board went into executive session at 7:03 PM and exited at 7:46 PM. No action was taken in executive session.

13. PENDING AGENDA

a. Pending Events Calendar

14. SUMMARY OF BOARD DIRECTION TO CEO

- Member Outreach Plan/Communications Strategy
- Special Meeting to go over New Era Projects
- Work Plan prior to next Regular Meeting

15. BOARD COMMENTS

Casciano said the APA conference was good. She will be unable to attend the board training in Anchorage in November. She thanked everyone and said they should all be happy with where they are at.

Campbell said he appreciates the level of detail.

Wright said she got a lot of information at the APA conference and learned a lot at the training.

Cook said it was a good meeting.

Smallwood said he had a great time with some of the APA attendees.

Ranney said he appreciated the detail in Koplin's report. He said he would like to have materials in advance of meetings.


Phillips said that he enjoyed the parts of the APA conference he was able to attend.

16. ADJOURNMENT

With no objection, meeting was adjourned at 7:57 PM.

11/19/25

Date Approved



Secretary/Treasurer