

**CORDOVA ELECTRIC COOPERATIVE  
REGULAR BOARD MEETING  
JULY 28, 2021  
MINUTES**

**1. CALL TO ORDER**

Chair **Scott Pegau** called the Regular Meeting of the Board of Directors of Cordova Electric Cooperative to order at 6:00 PM on July 28, 2021.

**2. ROLL CALL**

Present for roll call were Chair **Pegau** and Directors **Alexis Cooper, Joe Cook, Steve Ranney, Stephen Phillips, Rob Campbell,** and **Kristy Andrew**. A quorum was present. Also present were CEO, **Clay Koplín**; Manager of Administration and Finance, **Emma Merritt**; Manager of Generation and Distribution, **Scott Newlun**; Technology Manager, **Trever Kudrna**; and Executive Assistant/HR Coordinator, **Leif Stavig**.

**3. MEMBERSHIP PARTICIPATION - none**

**4. APPROVAL OF AGENDA**

M/Phillips S/Cook to approve the agenda.

M/Cooper S/Phillips to amend the agenda so under New Business, the order is e, f, g, i, and j go to the top. Roll call vote on the amendment: Cook-yes, Phillips-yes, Andrew-yes, Cooper-yes, Ranney-yes, Campbell-yes, Pegau-yes. Motion carried.

Roll call vote on main motion: Phillips-yes, Andrew-yes, Cooper-yes, Ranney-yes, Campbell-yes, Cook-yes, Pegau-yes. Motion carried.

**5. CONSENT AGENDA**

- a. **Minutes of May 26, 2021 Regular Meeting**
- b. **Minutes of June 23, 2021 Regular Meeting**
- c. **Minutes of July 21, 2021 Special Meeting**
- d. **Approve New Members 4/1/21 – 6/30/21**

M/Campbell S/Ranney to approve the consent agenda. Roll call vote: Andrew-yes, Cooper-yes, Ranney-yes, Campbell-yes, Cook-yes, Phillips-yes, Pegau-yes. Motion carried.

**6. MANAGEMENT REPORTS**

**Koplín** said that PCE would be zeroed out on the members' bills. Engineering on the diesel relocation project has gone up significantly, but that has offset a lot of other expenses.

**Merritt** reviewed the administrative reports and answered questions.

**7. NEW BUSINESS**

- e. **Purchase Order #2351 to Cordova Construction NTE \$101,300**

M/Ranney S/Phillips to approve PO #2351 to Cordova Construction for a not to exceed amount of \$101,300. Roll call vote: Cooper-yes, Ranney-yes, Campbell-yes, Cook-yes, Phillips-yes, Andrew-yes, Pegau-yes. Motion carried.

- f. **Purchase Order #2333 to Maxim NTE \$93,100**

M/Ranney S/Cooper to approve PO #2333 to Maxim for a not to exceed amount of \$93,100. Roll call vote: Ranney-yes, Campbell-yes, Cook-yes, Phillips-yes, Andrew-yes, Cooper-yes, Pegau-yes. Motion carried.

**g. Purchase Order #2345 to Wesco NTE \$70,000**

M/Ranney S/Phillips to approve PO #2345 to Wesco for a not to exceed amount of \$70,000. Roll call vote: **Campbell-yes, Cook-yes, Phillips-yes, Andrew-yes, Cooper-yes, Ranney-yes, Pegau-yes.** Motion carried.

**i. Purchase Order #2352 to Electric Power Systems NTE \$60,000**

M/Phillips S/Campbell to approve PO #2352 to Electric Power Systems for a not to exceed amount of \$60,000. Roll call vote: **Cook-yes, Phillips-yes, Andrew-yes, Cooper-yes, Ranney-yes, Campbell-yes, Pegau-yes.** Motion carried.

**j. Purchase Orders #2293 & #2294 to Electric Power Systems NTE \$500,000**

M/Cook S/Andrew to approve PO #2293 & 2294 to EPS for an additional \$100,000 for electrical engineering and \$150,000 for mechanical engineering for a not to exceed total amount of \$500,000. Roll call vote: **Phillips-yes, Andrew-yes, Cooper-yes, Ranney-no, Campbell-yes, Cook-yes, Pegau-yes.** Motion carried.

**a. CoBank Sharing Success**

M/Andrew S/Ranney to direct staff to begin advertising the CoBank Sharing Success program at the \$10,000 match.

M/Phillips S/Cook to amend the policy to add “budgeted” behind the purchasing authority on 2, 3, 4, and 5. Voice vote on amendment: **Pegau-no, Cooper-no, Cook-no, Ranney-no, Phillips-no, Campbell-no, Andrew-no.** Motion failed.

M/Pegau S/Cooper to amend the policy to rename purchasing authority 4 to “Manager of Generation and Distribution” and strike 5. Voice vote on amendment: **Pegau-yes, Cooper-yes, Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Andrew- yes.** Motion carried.

Voice vote on main motion: **Pegau-yes, Cooper-yes, Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Andrew- yes.** Motion carried.

**b. Board Attendance at APA Conference in Homer**

M/Cooper S/Pegau to authorize up to three CEC Board Directors to attend the 2021 Alaska Power Association Conference in Homer, Alaska. Voice vote: **Pegau-yes, Cooper-yes, Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Andrew- yes.** Motion carried.

**c. Discussion on Customer Survey**

The board discussed the recent customer survey.

**8. UNFINISHED BUSINESS - none**

**9. INFORMATION ITEMS**

**a. Board attendance at Regular Meetings**

**10. OTHER ITEMS - none**

**11. EXECUTIVE SESSION**

**a. Headquarters Building Future Planning – Reason #1 Financial Matters**

M/Phillips S/Cooper to go into Executive Session to discuss headquarters building future planning the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. The board went into Executive Session at 6:42 PM and exited at 7:05 PM.  
The board directed staff to explore options for the sale of the headquarters building and to bring back an appropriate motion at the next meeting.

**b. Board Chair/CEO Relationship – Reason #3 Personnel Matters**

M/Phillips S/Cook to go into Executive Session to discuss personnel matters involving the board chair and CEO relationship. The board went into Executive Session at 7:07 PM and exited at 7:18 PM.

**12. PENDING AGENDA**

**a. Pending Events Calendar**

The board agreed to have the long and mid-range plan on the agenda in July.

**b. Schedule Special Meeting for Rate Study Presentation**

The board agreed to have a Special Meeting on July 21.

**13. SUMMARY OF BOARD DIRECTION TO CEO**

- Bring back well-constructed motion to provide correct authorization to sell the HQ Building at next Regular Meeting.
- Schedule 7/21 Special Meeting for Rate Study Presentation
- Diesel repair schedule slides in dropbox
- Work with board on facilitation with Foraker Group.
- Long/mid-term strategic plan to board at next meeting.

**14. BOARD COMMENTS**

*Cook* said it was nice to see everyone.

*Phillips* congratulated *Koplin* and staff on the no lost time record.

*Campbell* said he looked forward to seeing the rate study.

*Pegau* said he also looked forward to seeing the study.

**15. ADJOURNMENT**

*Pegau* called the meeting adjourned at 7:41 PM.

8/25/21

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Date Approved

  
\_\_\_\_\_  
Secretary/Treasurer