

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
SEPTEMBER 22, 2021
MINUTES**

1. CALL TO ORDER

Vice Chair **Joe Cook** called the Regular Meeting of the Board of Directors of Cordova Electric Cooperative to order at 6:14 PM on September 22, 2021.

2. ROLL CALL

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

3. MEMBERSHIP PARTICIPATION - none

4. APPROVAL OF AGENDA

M/Ranney S/Phillips to approve the agenda and move item 7h until after the Executive Session. Roll call vote: Cooper-absent, Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Andrew-absent, Pegau-yes. Motion carried.

5. CONSENT AGENDA

a. Minutes of August 25, 2021 Regular Meeting

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

6. MANAGEMENT REPORTS

a. CAT Relocation Project Presentation by Matt Boyd

Matt Boyd, with ProjectWorks Inc. gave a presentation on the CAT Relocation Project.

b. CEO Report

Koplin thanked **Stavig** and **Merritt** for assistance with reaching out to the seafood processors. **Koplin** said that Electrify Alaska was coming together quickly.

c. Financial Reports

Merritt reviewed the financial reports and answered questions. **Andrew** left the meeting at 6:40 PM.

7. NEW BUSINESS

a. Policy 50C – Request for Cooperative Information

M/Phillips S/Ranney to approve Policy 50C. Roll call vote: Phillips-yes, Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes. Motion carried.

b. Resolution 21-03 – 2021 Capital Credit General Retirement

M/Pegau S/Phillips to approve Resolution 21-03 and retire 100% remaining capital credits of 1982 and 15% of 1983. Roll call vote: Phillips-yes, Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes, Ranney-yes. Motion carried.

c. Tariff Rate Schedule Revision

M/Phillips S/Pegau to postpone the tariff changes until the October board meeting. Roll call vote: Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes, Ranney-yes, Phillips-yes. Motion carried.

d. Purchase Order #2365 to Mechanical Builders Inc NTE \$25,000

M/Ranney S/Phillips to approve PO #2365 to Mechanical Builders Inc for a not to exceed amount of \$25,000. Roll call vote: Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes, Ranney-yes, Phillips-yes. Motion carried.

e. Purchase Order #2366 to Electric Power Constructors NTE \$25,000

M/Pegau S/Ranney to approve PO #2366 to Electric Power Constructors for a not to exceed amount of \$25,000 for electrical parts and equipment procurement through October. Roll call vote: Pegau-yes, Cooper-absent, Cook-yes, Ranney-yes, Phillips-yes, Campbell-yes, Andrew-absent. Motion carried.

f. Purchase Order #2321 to Alaska Directional NTE \$141,900

M/Phillips S/Campbell to approve PO #2321 to Alaska Directional for a not to exceed amount of \$141,900. Roll call vote: Cook-yes, Ranney-no, Phillips-no, Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent. Motion carried.

g. Dragos Contract for Cybersecurity

M/Ranney S/Phillips to approve a contract with Drago for cybersecurity. Roll call vote: Ranney-yes, Phillips-no, Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes. Motion carried.

h. Officer Elections – moved to after item 11

8. UNFINISHED BUSINESS

9. INFORMATION ITEMS

- a. Board Directors, Officers, and Committees
- b. Board Attendance at Regular Meetings

10. OTHER ITEMS

- a. Policy #13B – Purchase of Materials, Supplies, and Equipment for use by the Cooperative
- b. Policy #14B – Sale of Used Equipment

The board and staff discussed the policy and took no action.

11. EXECUTIVE SESSION

M/Ranney S/Phillips to go into executive session to discuss personnel matters. Roll call vote: Ranney-yes, Phillips-yes, Campbell-yes, Andrew-absent, Pegau-yes, Cooper-absent, Cook-yes. Motion carried. The board went into executive session at 7:20 PM and exited at 7:36 PM

h. Officer Elections

Ranney nominated Cook for chair. Ballot vote: 5 votes for Cook; Cook elected chair.

Phillips nominated himself for vice chair. Ballot vote: 4 votes for Phillips, 1 vote for Cooper; Phillips elected chair.

Cook appointed Pegau to the Board of Adjustments.

12. PENDING AGENDA

a. Reschedule October Regular Meeting to Wednesday, October 20th.

b. Schedule Board/CEO Training Work Session w/Foraker Group

The board decided to not move forward with Foraker training and to instead move forward with an NRECA director training.

c. Pending Events Calendar

The board discussed having the Bylaw Committee meet.

13. SUMMARY OF BOARD DIRECTION TO CEO - none

14. BOARD COMMENTS

Ranney thanked *Pegau* for his leadership and time and effort put into a volunteer position.

Pegau said that he received a written opinion from *Andy Leman* about policy that he wanted to share with the board.

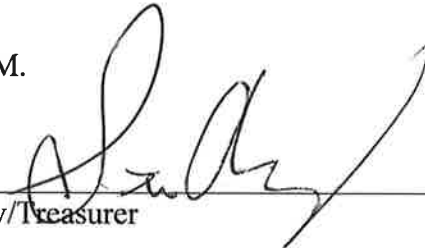
Cook said he appreciated *Pegau's* leadership. He said he looked forward to the insurance training that APA was putting on.

15. ADJOURNMENT

Pegau called the meeting adjourned at 8:00 PM.

10/20/21

Date Approved



Secretary/Treasurer