

**CORDOVA ELECTRIC COOPERATIVE  
REGULAR MEETING AGENDA**

**Tuesday, April 26, 2022**

**6:00 p.m.**

**CEC Boardroom**

<b>1. CALL TO ORDER</b>	
<b>2. ROLL CALL</b>	
<b>3. MEMBERSHIP PARTICIPATION</b>	
a. Presentation by Kristy Andrew	
<b>4. APPROVAL OF AGENDA</b>	
<b>5. CONSENT AGENDA</b>	
a. Minutes of March 22, 2022 Regular Meeting.....	3
b. Minutes of April 11, 2022 Special Meeting.....	6
c. Approve New Members 1/14/22 – 3/31/22 .....	7
<b>6. MANAGEMENT REPORTS</b>	
a. CEO Report.....	8
b. Financial Reports .....	11
c. Audit Presentation by Moss Adams	
<b>7. NEW BUSINESS</b>	
a. Accept Audit .....	19
b. Appoint Bylaw Committee .....	20
c. Appoint Board of Adjustments .....	23
d. Location for Board Meetings .....	25
e. CoBank Sharing Success .....	26
f. EV Mini Grant .....	27
g. Purchase Order #2370 to Mechanical Construction and Consulting, Inc NTE \$667,000 .....	28
h. Purchase Order #21468 to Mechanical Construction and Consulting, Inc NTE \$17,000 .....	29
i. Purchase Order to Mechanical Construction and Consulting, Inc NTE \$35,000 .....	30
j. Purchase Order #21429 to Bass Pro NTE \$11,000.....	31
k. Purchase Orders for PC Hydro 4 & Hydro 5 Controls Capital Project .....	32
l. Purchase Order #21478 to Eaton NTE \$60,000.....	33
m. Purchase Order #21416 to AM Power NTE \$28,000 .....	34
n. Purchase Order #2379 to SAFT NTE \$33,000 .....	35
<b>8. UNFINISHED BUSINESS</b>	
a. Approve Policy 22D and 26C .....	36
▪ Policy 22C – Cooperative Owned Transportation Equipment	
▪ Policy 26B – Area Coverage	
b. Board Self-Evaluation – Review for 1 <sup>st</sup> Quarter.....	39
<b>9. INFORMATION ITEMS</b>	
a. Board Directors, Officers, and Committees.....	41
b. Board Attendance at Regular Meetings .....	42

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**10. OTHER ITEMS**

- a. Conflict of Interest Policy Annual Review .....43
- b. Policy Review (Policy Manual on DropBox)
  - Policy 27B - Electric Service to Trailers or Mobile Homes
  - Policy 28A - Reconnection of Electric Service after Disconnect for Non-pay

**11. EXECUTIVE SESSION**

- a. HQ Building Negotiations – Reason #1 Financial Matters
- b. CEO Evaluation/Contract – Reason #3 Personnel Matters

**12. PENDING AGENDA**

- a. Board Pending Events Calendar .....49
- b. Staff working w/attorney on Policy 12 changes discussed at April 11<sup>th</sup> Special Meeting
- c. Board Self-Evaluation – w/Dan Kessler?
- d. Schedule training with CEC attorney – Special Meeting in May or June?
- e. Reschedule May meeting due to CEO travel – Tuesday, May 31<sup>st</sup>?

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

**14. BOARD COMMENTS**

**15. ADJOURNMENT**

Please join my meeting from your computer, tablet or smartphone.

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Access Code: 807-570-389

Alaska law sets forth the reason for holding an executive session. In moving for an executive session, the reason should be set forth in one of the motions as outlined:

1. **Financial:** I move that the Board go into executive session to discuss \_\_\_\_\_ (brief description of subject matter, i.e., status of labor negotiations, a potential property acquisition, etc.), the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative.
2. **Legal:** I move that the Board go into executive session to discuss with counsel \_\_\_\_\_ (brief description of subject matter, i.e., status of the lawsuit Smith v. Cooperative, proposed contract with Acme Corp., etc.) the immediate knowledge of which could have an adverse effect on the legal position of the cooperative.
3. **Personnel matters:** I move that the Board go into executive session to discuss a personnel matter involving \_\_\_\_\_ (brief description of subject matter, i.e., a recent employee discipline matter, the CEO’s evaluation, a personnel policy violation, a new CEO contract, etc.)
4. **Prejudice Character:** I move that the Board go into executive session to discuss \_\_\_\_\_ (the letter from Martin Member, the article in the local paper regarding an employee, etc.), that could tend to prejudice the reputation and character of \_\_\_\_\_ (name of person). **NOTE:** This last motion requires that the person who is the subject of the executive session have the opportunity to request that the discussion take place in open session. The Board should consult with counsel before relying on this open meeting exception.