

**CORDOVA ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
JANUARY 19, 2022
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 January 19, 2022.

2. ROLL CALL

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

3. MEMBERSHIP PARTICIPATION

Andrew Smallwood said he was running for the board because the cooperative was very well thought of throughout the state.

Greg Meyer said he appreciated CEC using local construction crews.

4. APPROVAL OF AGENDA

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

5. CONSENT AGENDA

a. **Approve New Members 10/1/21 – 1/14/22**

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

6. MANAGEMENT REPORTS

a. **CAT Relocation Project Presentation by Matt Boyd**

Boyd gave a presentation on the CAT Relocation Project.

b. **CEO Report**

Koplín gave his report and answered several questions.

c. **Financial Reports**

Koplín answered several questions about the reports.

M/**Phillips** to take a five-minute recess. With no objection the board recessed for five minutes.

7. NEW BUSINESS

a. **Resolution 22-01 - Estate Retirements**

M/**Pegau** S/**Phillips** to approve Resolution 22-01. Roll call vote: **Ranney**-yes, **Phillips**-yes, **Campbell**-yes, **Andrew**-yes, **Pegau**-yes, **Cooper**-yes, **Cook**-yes. Resolution approved.

b. Election Committee Appointment

M/*Phillips* S/*Campbell* to appoint Ann Schultz, Ruth Steele, Marleen Moffitt, and Lisa Laird to the 2022 Election Committee. Roll call vote: *Phillips*-yes, *Campbell*-yes, *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-yes. Motion passed.

c. Approve Alaska Energy Authority Grant Agreement

M/*Campbell* S/*Phillips* to approve the Alaska Energy Authority Grant Agreement for the Cordova Hydro Storage Assessment Project.

M/*Ranney* S/*Phillips* to amend the motion to include the following locations: Raging Creek, Humpback Creek, Power Creek, Elag Lake, and Upper Scott Lake. With no objection motion to amend was withdrawn.

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

d. Resolution 22-02 - Approve Participation in Hydrowires “HydroFlex” Project

M/*Phillips* S/*Campbell* to approve Resolution 22-02.

M/*Pegau* S/*Phillips* to amend the resolution to strike \$200,000, and replace with \$325,000. Roll call vote on the amendment: *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-no, *Phillips*-yes, *Campbell*-yes. Amendment passed.

Roll call vote on resolution: *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-no, *Phillips*-yes, *Campbell*-yes, *Andrew*-yes. Resolution approved.

e. Purchase Order #2397 to NC Power Systems NTE \$50,000

M/*Campbell* S/*Phillips* to approve PO #2397 to NC Power Systems for a not to exceed amount of \$50,000. Roll call vote: *Cooper*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Andrew*-yes, *Pegau*-yes. Motion passed.

f. Purchase Order #2395 to NC Power Systems NTE \$100,000

M/*Campbell* S/*Phillips* to approve PO #2395 to NC Power Systems for a not to exceed amount of \$100,000. Roll call vote: *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Andrew*-yes, *Pegau*-yes, *Cooper*-yes. Motion passed.

g. Purchase Order #2396 to Kiewit NTE \$25,000

M/*Campbell* S/*Phillips* to approve PO #2396 to Kiewit for a not to exceed amount of \$25,000. Roll call vote: *Ranney*-yes, *Phillips*-yes, *Campbell*-yes, *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes. Motion passed.

h. Purchase Order #2398 to Kiewit NTE \$100,000

M/*Phillips* S/*Campbell* to approve PO #2398 to Kiewit for a not to exceed amount of \$100,000. Roll call vote: *Phillips*-yes, *Campbell*-yes, *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-yes. Motion passed.

8. UNFINISHED BUSINESS

a. Board Evaluation – Review for 4th Quarter

The board went over the evaluation.

9. INFORMATION ITEMS

- a. Board Directors, Officers, and Committees
- b. Board Attendance at Regular Meetings
- c. CEO Self-Evaluation (emailed to board)
- d. Email from Torie Baker, Nominating Committee Chair
- e. Board and CEO Training

10. OTHER ITEMS

- a. Policy Review
 - Policy 22C – Cooperative-Owned Transportation Equipment

Ranney noted several references that need to get updated.

- Policy 23B – Performance of Special Services for Members, Employees, and Individuals

11. EXECUTIVE SESSION

- a. Disposal of Existing HQ Building (emailed to board)

M/Pegau S/Phillips to go into Executive Session to discuss building disposal, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative. Roll call vote: *Campbell*-yes, *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes. The board went into Executive Session at 7:44 pm and exited at 8:01 pm. No action was taken.

M/Pegau S/Phillips to go into Executive Session to discuss a personnel matter involving the CEO evaluation. Roll call vote: *Andrew*-yes, *Pegau*-yes, *Cooper*-yes, *Cook*-yes, *Ranney*-yes, *Phillips*-yes, *Campbell*-yes. The board went into Executive Session at 8:02 pm and exited at 8:20 pm. No action was taken.

12. PENDING AGENDA

- a. Pending Events Calendar

13. SUMMARY OF BOARD DIRECTION TO CEO

- See where outstanding POs put CEC with cash balance
- Policy 22C
- CEO Evaluation to include Board/CEO Discussion
- Distribution Overview

14. BOARD COMMENTS

Campbell said it was great to see the empty shell where the generator used to be.

Phillips said it was a good board meeting. He worked for Kiewit in 2016 and now is approving POs.

Ranney thanked the line crew for their work during the outage.

Pegau said he learned a lot during the last outage and it was nice to hear that CEC offered solutions when members weren't able to stay in their house for medical reasons.

Cook said it was a good meeting and thanked staff.

15. ADJOURNMENT

Meeting adjourned at 8:26 PM.

2-23-22
Date Approved


Secretary/Treasurer