

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF
DOUGLAS ELECTRIC COOPERATIVE, INC.**

JUNE 17, 2020

The regular meeting of the Board of Directors of Douglas Electric Cooperative, Inc. (the Cooperative), was called to order by the President Evan Barnes on June 17, 2020, at 8:55 p.m., at the offices of the Cooperative with all directors present. Also present were Keith Brooks, General Manager; Phil Bigler, Assistant General Manager; David Western, CFO; and Dan G. McKinney, Attorney.

The Board met in Executive Session with representatives of Ken Kuhns & Co. accountants from 5:00 to 6:20. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the audit report be accepted.

The resolution was unanimously approved.

The Board also received a presentation from architect Paul Bentley explaining the construction design, construction manager and process and Board decision points.

The first order of business was approval of the minutes of the regular meeting of the Board of Directors of May 27, 2020, and estate capital credits. A motion was duly made and seconded for adoption of the following resolution:

RESOLVED, that the minutes of the regular meeting of the Board of Directors of May 27, 2020, and estate capital credits be approved.

The resolution was unanimously adopted.

The CFO discussed with the Board the financial statements and expenditures for May 2020 and the Manager's monthly expenses for May 2020, the applications for new memberships for May 2020, and Board expenses. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the Manager's monthly expenses, Board expenses for May 2020, and applications for new memberships be accepted.

The resolution was unanimously adopted.

A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the IRS Form 990 be accepted as presented in the Board information.

The resolution was unanimously adopted.

The Board reviewed the safety report and outage reports. The DEC Manager presented the General Manager's report contained within the Board package.

The Board discussed the power bill arrival and monthly meeting dates and times.

The Board discussed capital credits. Staff was directed to calculate payment scenarios.

The Board discussed online education. A motion was made and seconded for adoption of the following resolution.

RESOLVED, that any Board member wishing to do online education may do so pursuant to Board reimbursement policies.

The motion was unanimously approved.

The Board discussed the virtual NWPPA Annual Meeting set for September 10, 2020. A motion was made and seconded for adoption of the following resolution.


RESOLVED, that Board members who wish to attend may do so pursuant to Board policies.

The motion was unanimously approved.

The Board met in Executive Session. No action was taken.


The President then announced that the next regular meeting of the Board of Directors will take place at the offices of the Cooperative on Wednesday July 22, 2020, after the Douglas Services meeting which begins at 5:30. There being no further business to come before the Board, the meeting was adjourned at 10:20 p.m.

PRESIDENT



Evan Barnes

SECRETARY



Shirley Cairns