

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

OCTOBER 28, 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 October 28, 2020, at 1:20 p.m., at the offices of Douglas Fast Net with all Directors present personally or by zoom video link. Also present were Keith Brooks, General Manager; Phil Bigler, Assistant General Manager; David Western, CFO; and Dan G. McKinney, Attorney.

The first order of business was approval of the minutes of the regular meeting of the Board of Directors of September 23, 2020, quarterly write-offs 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 September 23, 2020, quarterly write-offs and estate capital credits be approved.

The resolution was unanimously adopted.

The Manager and CFO discussed with the Board the financial statements and expenditures for September 2020, the Manager's monthly expenses for September 2020, the applications for new memberships for September 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 September 2020, and applications for new memberships be accepted.

The resolution was unanimously adopted.

The Board reviewed the safety report and outage reports. The Manager gave a building update. The DEC Manager presented the General Manager's report contained within the Board package. The Manager reported on the fire damage to the underground cable to Mt. Scott. The Manager reported on possible headquarters at Comspan building during construction. The Manager also reported on success with TWACS in Camas Valley.

The Board discussed the ORECA Board representation. A motion was made and seconded for the following resolution.

RESOLVED, that Shirley will continue to be the ORECA Board member.

The motion was unanimously approved
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The Board discussed the Pioneer Utility Resources notice of voting representation. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Keith Brooks be the voting delegate to Pioneer Utility Resources.

The motion was unanimously approved.

The Board reviewed with the Manager the Organizational Objectives and progress to completion. The Manager reported on Elkton testing LED lights to transfer to LED system. The Manager reported that the Salvation Army is the designated agency DEC uses for funding and screening members that need help with bill payments.

The Board reviewed the accounts payable vendor listing and Board members announced any conflicts and affiliations.


Shirley Cairns reported on the ORECA Board Meeting of October 13, 2020.

The Board members reviewed member feedback.

The Board went into Executive Session, no action was taken.

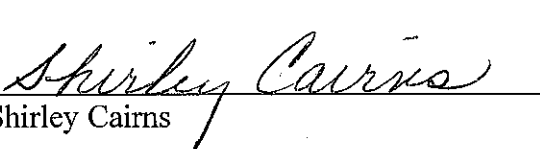
The President then announced that the next regular meeting of the Board of Directors will take place at the offices of Douglas Fast Net on Wednesday November 18, 2020 after the meeting of Douglas Services which is scheduled for 5:30 p.m. There being no further business to come before the Board, the meeting was adjourned at 2:10 p.m.

PRESIDENT



Evan Barnes

SECRETARY



Shirley Cairns