

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

**MAY 27, 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 May 27, 2020, at 7:45 p.m., at the offices of the Cooperative with all directors present. Also present were Keith Brooks, 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 April 15, 2020. 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 April 15, 2020, be approved.

The resolution was unanimously adopted.

The CFO discussed with the Board the financial statements and expenditures for April 2020.

The Manager discussed with the Board the Manager's monthly expenses for April 2020, the applications for new memberships for April 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 April 2020, and applications for new memberships be accepted.

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 reviewed officer election results. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the Board officers for 2020-2021 will be:  
Evan Barnes, President; Robert Poage, Vice-President;  
Suzette Armstrong, Treasurer; and Shirley Cairns, Secretary.

The motion was unanimously approved.

The Board reviewed the Payroll Protection Plan payment received. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Payroll Protection Plan payment received be Retained for payroll.

The motion was unanimously approved.

The Board discussed the resolutions previously executed on May 27, 2020 relating to the retirement plan. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the unanimous action taken relating to the retirement plan be ratified.

The motion was unanimously approved.

The Board discussed the Camas Valley School football field lighting project. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that an exception to policy 30-1 for the Camas Valley School lighting project be allowed and to bring the policy back before the Board to clarify a 3-year payback.

The motion was unanimously approved.

The Manager presented an update on the new building. The Board was reminded that Terry Nelson declared a conflict relating to his daughter working for the current Architect, Paul Bentley. Bill Jackson was added to the ad hock building committee.

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 June 17, 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 10:30 p.m.

PRESIDENT

  
Evan Barnes

SECRETARY

  
Shirley Cairns