

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

JANUARY 20, 2021

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 January 20, 2021 at 5:40 p.m., at the offices of the Cooperative with all Directors present personally or by zoom video link. Also present were Keith Brooks, General Manager; Phil Bigler, Assistant General Manager; David Western, DEC 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 December 16, 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 December 16, 2020, quarterly write-offs and estate capital credits be approved.

The resolution was unanimously adopted.

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

The resolution was unanimously adopted.

The Board reviewed the safety report and outage reports. The General Manager gave a building update. The General Manager presented the Manager's report contained within the Board package.

The Board discussed buying the Drain building from DSI. A motion was made and seconded for the following resolution:

RESOLVED, that DEC would purchase the Drain building and property from DSI for the costs incurred by DSI. The purchase price would be paid over a three-year term on a Land Sale Contract.

The motion was approved by a majority of the Board.

The Board discussed Board Emeritus Life Insurance. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that DEC may approve Emeritus status for a retired Board member that served 25 years or more and arrange for Emeritus Life Insurance through NRECA for such Board members on the condition that the Board member wishing the insurance would pay the premium.

The motion was approved by a majority of the Board.

The Board discussed Revised Policy 10-6 relating to visitors at Board Meetings. A motion was made and seconded for the following resolution.

RESOLVED that Revised Policy 10-6 be adopted.

The motion was unanimously approved.

The Board referred to staff creation of a uniform for all policies.

The Board discussed Revised Policy 30-6 relating to Capital Credits and refine terms used in the policy.

The Board reviewed the Vegetation Management Program, System Inventory and Analysis with wildfire mitigation report prepared for DEC.

Shirley Cairns reported on the ORECA GAC meeting of January 19, 2021.

The Board members reviewed member feedback.

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 February 24, 2021, 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 9:00 p.m.

PRESIDENT

SECRETARY



Evan Barnes



Shirley Cairns