

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

DECEMBER 16, 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 December 16, 2020, at 6:05 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 November 18, 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 November 18, 2020, and the Estate Capital Credits are approved.

The resolution was unanimously adopted.

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

The resolution was unanimously adopted.

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

The Board discussed a proposed schedule of Board Meeting dates for 2021. A motion was duly made and seconded for adoption of the following resolution:

RESOLVED, that the proposed Board Meeting schedule for 2021 be adopted.

The resolution was unanimously adopted.

The Board discussed the proposed CFC loan. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the Certificate of Resolutions and Incumbency proposed by CFC may be adopted.

The motion was unanimously adopted.

The Board discussed proposed Revised Policy 30-1, Service Policies. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Revised Policy 30-1 be adopted as amended.

The motion was unanimously adopted.

The Board discussed new building costs and proposed changes relating to loading dock and warehouse. A motion was made and seconded to approve warehouse and loading dock at same time as construction of new building. Total costs with contingency \$6,716,578.

The motion was unanimously adopted.

The Board discussed the NRECA Annual Meeting February 14-24 which will be online. 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 adopted.

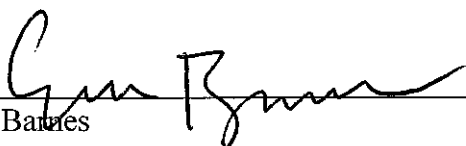
The General Manager reported on director petitions for District 6 and District 7 which are up for election in 2021. Carey Weatherly let the Board know that he is not seeking re-election to District 6.

The Board reviewed member feedback.

Director Shirley Cairns reported on ORECA/GAC/ACRE meetings held December 15, 2020.

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 January 20, 2021, after the meeting of Douglas Services which is scheduled for 5:30 p.m. An Executive Session for Board members will occur from 5:00 p.m. to 5:30 p.m. There being no further business to come before the Board, the meeting was adjourned at 8:10 p.m.

PRESIDENT



Evan Barnes

SECRETARY



Shirley Cairns