

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

FEBRUARY 24, 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 February 24, 2021 at 5:40 p.m. The DEC meeting was held via Zoom with Keith Brooks, General Manager and Phil Bigler, Assistant General Manager at their headquarters and all Board members and Dan McKinney, Attorney available from Zoom locations.

The first order of business was approval of the minutes of the regular meeting of the Board of Directors of January 20, 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 January 20, 2020, 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 January 2020, and the Manager's monthly expenses for January 2020, the applications for new memberships for January 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 January 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 General Manager presented the Manager's report contained within the Board package.

The Board discussed 2021 Annual Meeting to attempt an in person meeting later in the year. A motion was made and seconded for the following resolution:

RESOLVED, that DEC shall cancel the Annual Meeting set for April 3, 2021 and endeavor to reset it for fall of 2021. The election will move forward as planned.

The motion was unanimously approved.

The Board discussed Northwest RiverPartners and whether to make a contribution. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that DEC may make a contribution to Northwest RiverPartners in the amount of \$11,625.00.

The motion was unanimously approved.

The Board was briefed on management's decision to expand right of way widths to 40 feet for distribution and 50 feet for transmission on new easements. Management explained the additional clearance is primarily for overhead lines and is to mitigate additional wildfire risk.

The Board discussed 2019 Capital Credits. The matter was referred to staff to present to the Board with further analysis.

The Board discussed Board policy formats and the matter was referred to staff for additional comparison of Board policy formats.

The Board discussed the NRECA Annual Meeting voting delegate, and a motion was made and seconded for adoption of the following resolution:

RESOLVED, that Keith Brooks be the NRECA voting delegate.

The motion was unanimously approved.

The Board discussed the CRC Annual Meeting and need for a voting delegate. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Keith Brooks be the CRC voting delegate and Phil Bigler as alternate.

The motion was unanimously approved.

The General Manager presented the 2020 Organizational Accomplishments. The General Manager also presented the 2021 Organizational Objectives.

The Board discussed ACRE and requested contributions.

The Board received a report on Director District Census.

The Board reviewed the report from the Oregon PUC relating to possible violations found during its inspection program.


The Board reviewed member feedback.

Director Shirley Cairns reported on ORECA GAC meetings.

The Board moved 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 the Cooperative on Wednesday March 17, 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 8:07 p.m.

PRESIDENT



Evan Barnes

SECRETARY



Shirley Cairns