

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

SEPTEMBER 23, 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 September 23, 2020, at 7:55 p.m., at the offices of the Cooperative with all directors present. 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 August 19, 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 August 19, 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 August 2020, and an additional check for \$302,000 received from FEMA. The Manager discussed with the Board the Manager's monthly expenses for August 2020, the applications for new memberships for August 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 August 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 Drain building acquisition and costs.

The Manager reported on the cost of increased vegetation management which will be out of budget. A motion was made and seconded for the following resolution.

RESOLVED, that the budget for vegetation maintenance be increased by \$90,000.

The motion was unanimously approved

The Board discussed the proposed revised policy 10-7 Indemnity of Directors, Officers and Employees. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that revised policy 10-7 be approved.

The motion was unanimously approved.

Phil Bigler reported on loading dock efficiency and the need for an improved loading dock.

Evan Barnes reported on National Metering and equipment issues.

The General Manager reported on wildfire safety and management issues. There is a need for joint messaging with DFPA, Coos FOA, commissioners and others; ability for mitigation within the grid; and controlling trees outside right-of-way. Board is referring question of liability when individuals suffer damage when power is turned off to ORECA to look at legislative fix.

Shirley Cairns reported on ORECA board activity and the NWPPA Annual Meeting.

The Board members reviewed member feedback.


The Board moved into executive session. No action was taken.

The Board discussed the virtual PNGC Annual Meeting board members were encouraged to attend.

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 October 28, 2020 after the meeting of Douglas Services and budget meeting which is scheduled for 9:00 a.m. There being no further business to come before the Board, the meeting was adjourned at 10:05 p.m.

PRESIDENT

SECRETARY


Evan Barnes


Shirley Cairns