

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

MAY 19, 2021

The Board of Directors met in Executive Session from 5:00 p.m. to 5:30 p.m. No action was taken.

The regular meeting of the Board of Directors of Douglas Electric Cooperative, Inc. (DEC) was called to order by the President Evan Barnes on May 19, 2021 at 5:40 p.m., with all directors present at the offices of Douglas Service. Also in attendance 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 April 28, 2021 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 April 28, 2021, and estate capital credits be approved.

The resolution was unanimously adopted.

The Manager and CFO discussed with the Board the IRS Form 990, financial statements and expenditures for April 2021, the Manager's monthly expenses for April 2021, the applications for new memberships for April 2021, 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 2021, applications for new memberships and Board expenses are 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. It was reported that CoBank made a \$10,000 donation to the Roseburg Salvation Army through their Sharing Success Program for Douglas Electric's Energy Assistance Program for members.

The Board discussed the new building status. The building financial meeting with architect and contractor delayed and will be rescheduled.

The Board discussed New Director Orientation which is scheduled for June 8, 2021 at 8:30 am. All directors are welcome.

The Board discussed Policy 30-5 relating to Power Line Right-of-Way Maintenance. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Revised Policy 30-5 be adopted.

The motion was unanimously adopted.

The Board discussed Policy 10-9 relating to Code of Ethics. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Revised Policy 10-9 be adopted.

The motion was unanimously adopted.

The Board discussed a list of Online Director Courses which will be available from NRECA throughout 2021. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Board members may attend any of the training meetings subject to reimbursement in accordance with Board policies.

The motion was unanimously adopted.

The Board discussed Strategic Planning and scheduling.

The Board discussed Rob Hill and his hospitalization. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the company may contribute \$1,000 to Rob Hill and his family for medical expenses.

The motion was unanimously adopted.

There was discussion on radio system and ability to communicate with employees in remote areas. Additional research on systems to be made.

Director Shirley Cairns reported on Governmental Affairs Committee meeting of May 13, 2021.

The Board went 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 DFN on Wednesday June 23, 2021, at 5:30. 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 8:00 p.m.

PRESIDENT


Evan Barnes

SECRETARY


Shirley Cairns