

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

**JULY 21, 2021**

The Board of Directors met in Executive Session from 9:00 a.m. to 9:45 a.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 July 21, 2021, at 9:45 p.m., with all directors present at the offices of Douglas Services or appearing by Zoom. Also in attendance were Keith Brooks, DEC 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 June 23, 2021, estate capital credits and quarterly write offs. 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 June 23, 2021, estate capital credits, and quarterly write offs be approved.

The resolution was unanimously adopted.

The Manager and CFO discussed with the Board the financial statements and expenditures for June 2021, and the Manager's monthly expenses for June 2021 the applications for new memberships for June 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 June 2021, 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 DEC Manager presented the General Manager's report contained within the Board package.

The DEC Manager gave an update on building permit status and BPA power and transmission projected cost. The Assistant General Manager gave a report on System A-1 Dash and right-of-way trees.

The Board discussed the meeting for October 26, 2021, and confirmed the Board and Budget meetings will occur on that date.

The Board discussed Capital Credits for 2019, and the Board studied ways to account for the loss caused by the 2019 disaster. A motion was made and seconded for the following resolution:

RESOLVED, that for 2019 and 2020 years there will be no allocation of patronage capital credits and the difference between the actual loss and FEMA reimbursement which is estimated to be approximately \$2.5 million dollars will be allocated as a loss to 2020 and future years until the loss has been accounted for.

The motion was passed by a majority of directors.

The Board discussed Revised policy 30-3 relating to Member Request for Cooperative Records. A motion was made and seconded as follows:

RESOLVED, that the Revised policy 30-3 as proposed by staff be approved.

The motion was unanimously adopted.

The Board reviewed Article 1 of the current Bylaws and discussed changes to current Bylaws.

The Board discussed Public Safety Power Shutoff. The General Manager is to incorporate PSPS in the fire mitigation plan in addition to looking for danger trees outside the right of way and other fire mitigation measures discussed with the Board.

The Board discussed Youth Tour. The matter was tabled until the Budget meeting.

The Board reviewed the NRECA Region 9 meeting for September 28-30, 2021. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Board members who wish to attend may do so online or in person pursuant to Board policies.

The motion was unanimously adopted.

The Board discussed the ORECA Annual meeting set for October 19-29, 2021. A motion was made and seconded as follows:

RESOLVED, that Board members who wish to attend the ORECA Annual meeting may do so pursuant to Board policies.

The motion was unanimously approved.

The Board reviewed the organizational objectives.

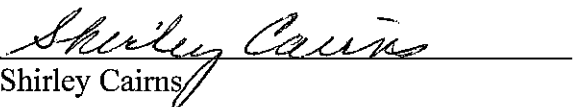
Director Shirley Cairns presented the ORECA report found within the Board package.

The President then announced that the next regular meeting of the Board of Directors will take place at the offices of DFN on Wednesday August 18, 2021, at 9:30 a.m. An Executive Session for Board members will occur from 9:00 a.m. to 9:30 a.m. There being no further business to come before the Board, the meeting was adjourned at 1:35 p.m.

PRESIDENT

  
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Evan Barnes

SECRETARY

  
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Shirley Cairns