

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

JUNE 23, 2021

The Board of Directors met in Executive Session from 5:00 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 June 23, 2021 at 5:30 p.m., with all directors present at the offices of Douglas Services or appearing by Zoom. Also in attendance were Keith Brooks, General Manager; Phil Bigler, Assistant General Manager; 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 May 19, 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 May 19, 2021, and estate capital credits be approved.

The resolution was unanimously adopted.

The Manager gave the financial report. He reported there was a locked in 4.21 fixed rate mortgage for 30-years for the building. The Manager discussed with the Board the financial statements and expenditures for May 2021, the Manager's monthly expenses for May 2021, the applications for new memberships for May 2021, and Board expenses. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that the Manager's monthly expenses, applications for new memberships for May 2021, and Board expenses are accepted.

The resolution was unanimously adopted.

The Board reviewed the safety report and outage reports. The Manager reported that the Safety Users Group had hired a firm to provide safety training for cooperative employees. The DEC Manager presented the General Manager's report contained within the Board package.

The Board discussed Capital Credits for 2019. The matter was tabled for next month.

The Board discussed Revised policy 30-7 relating to Annual Meeting Door Prizes. A motion was made and seconded as follows:

RESOLVED, that the Revised policy 30-7, as proposed by staff, be approved.

The motion was approved by a majority of the Board.

The Board discussed revised policy 20-1 Safety & Occupational Health. A motion was made and seconded as follows:

RESOLVED, that the Revised policy 20-1 Safety & Occupational Health, as proposed by staff, be approved.

The motion was unanimously approved.

The Board discussed the NWPPA How to Series Board Meetings. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that any Board members who wish to attend the NWPPA Zoom training meetings pursuant to Board policies may attend.

The motion was unanimously adopted.

The Board discussed virtual ORECA Mid-year Meeting July 13, 2021. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that any Board members who wish to attend the ORECA Mid-year Meeting may attend pursuant to Board policies.

The motion was unanimously adopted.

The Board discussed the NWPPA Annual Meeting Sept 8-9, 2021. A motion was made and seconded for adoption of the following resolution:

RESOLVED, that Board members may attend the NWPPA Annual Meeting subject to reimbursement in accordance with Board policies.

The motion was unanimously adopted.

The Board discussed Bylaw review and the process for updating the Bylaws. The Board decided to address one article each month and compare the current Bylaws to the recommended cooperative Bylaws.

The Board discussed evaluation of the General Manager and the survey monkey format for proceeding with the evaluation.

The Board discussed changing the start time of Board meetings. A motion was made and seconded for the following resolution:

RESOLVED, that the Board meetings will begin at 9:00 a.m. for three

upcoming meetings and the success of daytime meetings will be evaluated.

The motion was adopted by a majority of the Board.

In conjunction with beginning the meeting early, the Board discussed moving the October Board and Budget meeting. A motion was made and seconded for the following resolution:

RESOLVED, that the October Board meeting and budget meeting will be moved to Tuesday October 26, 2021.

The motion was unanimously adopted.

The Board went into Executive Session. No action was taken.

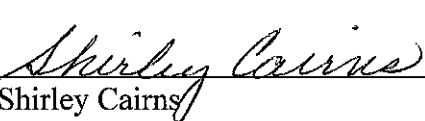
The President then announced that the next regular meeting of the Board of Directors will take place at the offices of DFN on Wednesday July 21, 2021, at 9:00 a.m. An Executive Session for Board members will occur from 9:00 a.m. to 9:30 a.m. There being no further business to come before the Board, the meeting was adjourned at 8:04 p.m.

PRESIDENT

SECRETARY



Evan Barnes



Shirley Cairns