

**COOS-CURRY ELECTRIC COOPERATIVE, INC.**  
**Minutes of the Regular Meeting of the Board of Directors**  
**January 25, 2024**

**I. PRELIMINARY**

The regular meeting of the Board of Directors of Coos-Curry Electric Cooperative, Inc. (CCEC) was called to order at 11:26 a.m. on Thursday, January 25, 2024, by President Kolen, in the conference room at CCEC's Port Orford office, Port Orford, Oregon.

Director Herzog called roll and stated a quorum was present, including Directors Cockerham, Kolen, Loshbaugh, McMahan, Radabaugh, and Robison. Also present was Chief Executive Officer (GM/CEO) Brent Bischoff, Chief Financial Officer (CFO) Paul Keeler, Marketing & Member Services Manager (MMSM) Keith Buchhalter and Executive Assistant (EA) Marie Coleman. General Legal Counsel Tyler Pepple was in attendance via Webex video conference.

A motion was made and seconded to approve, as presented, the regular Board meeting agenda and the motion carried unanimously.

A motion was made and seconded to approve, as presented, the minutes of the December 21, 2023, regular meeting of the Board of Directors. The motion carried with one abstention (Robison).

**II. MEMBER PARTICIPATION**

**A. Open Comment Period**

No members were present for the open comment period.

**Member Request to Present**

No members requested to present to the board.

**III. CONSENT AGENDA**

A motion was made and seconded to approve Items A through E under the consent agenda, to-wit: the list of new members for 12/2023; the members purge list for 01/2024, the write off report for 12/2023, the GM/CEO's & Directors' expenses for 12/2023, and the attorney's invoice. The motion carried unanimously.

#### **IV. MANAGER'S REPORT**

Chief Financial Officer (CFO) Keeler reviewed the December 2023 Financial Report. Year-to-date operating revenues are favorable to budget and lower than the prior year. The cost of purchased power is unfavorable to budget and higher than the prior year. Year-to-date operating expenses are favorable to budget but higher than the prior year. The preliminary year-to-date operating margin from electric service is positive and favorable to budget. The preliminary year-to-date net loss is higher than the budgeted net loss as a result of increased interest and operations expense related to Beacon as the subsidiary continues to grow. Mr. Keeler answered questions and concluded the report.

The fourth quarter outage report was reviewed. There were two member events resulting in 42% of the fourth quarter outages. The average member's power is on 99.985% of the time excluding major event days and power supplier outages. There were no major event days this quarter. CAIDI followed expected values and SAIFI was significantly lower than expected due to a lack of storm damage this fall.

The fourth quarter tree trimming report was reviewed. The average ROW spans cleared this quarter were higher than average. 2023 clearing expense is less than 1% unfavorable to the year-to-date budget.

The January safety report was reviewed. GM/CEO Bischoff reported on one contractor incident resulting in an outage for the month of December. The contractor has developed new procedures to prevent this from occurring again.

The CCECF report was reviewed. CCECF activity during the bi-monthly period included four Fall Bright Ideas Grant award winners receiving a total of \$3,111.05. The 2024 Spring Bright Ideas Grant application deadline will be April 26, 2024. The Dolly Parton

Imagination Library enrollment reached 51.9% of Curry County children ages 0-5. The January Financial Peace University (FPU) class was cancelled due to lack of enrollment. The CCECF board is planning to hold a virtual class in hopes of increased enrollment. Luck of the Draw Scholarship applications window will be open beginning March 17, 2024.

CEO Bischoff reviewed the listing of CCEC's commercial property and liability insurance policies that are in place for 2024.

GM/CEO Bischoff gave his CEO Report. Topics included wholesale power, the power system, Curry County, grant opportunities, and personnel.

## **V. ITEMS OF BUSINESS**

### **A. Committee Reports**

Policy Committee – Director McMahan advised that earlier in the committee meeting, the committee discussed the policies and/or rate schedules for review, proposed new, revised or rescinded language.

A motion was made and seconded to approve the following revised policy:

- Policy #100-250 Whistle-Blower Protection Policy – as amended, and the motion carried unanimously.

A motion was made and seconded to approve the following revised policies:

- Policy #100-250 Acknowledgement of Receipt – as presented, and the motion carried unanimously.
- Policy #200-010 Directors' Fees – as presented, and the motion carried unanimously. Staff was directed to conduct research regarding rates of board reimbursement for similar electric cooperatives and report back at the February committee meeting.
- Policy #200-030 Director Education – as presented, and the motion carried unanimously.

The policy committee discussed draft revisions to Policy #300-030 Attendance

at Board Meeting by Members and proposed Policy #300-030 Member Attendance Rules of Order and an amended draft version of both will be reviewed at the February committee meeting.

Audit Committee – The chair of the audit committee, Director Loshbaugh, advised that earlier in the committee meeting the committee held a preaudit planning meeting, via Webex, with independent auditor Scott Daniels of Aldrich CPA's & Advisors. Mr. Daniels addressed the audit process, scope of services and deliverables. The audit field work will take place the week of February 19, 2024.

**B. 2024 CCEC Annual Meeting Location and Time**

The board discussed locations for the annual meeting. It will be held at the CCEC Port Orford property in Port Orford, Oregon. The meeting time will remain the same as 2023.

**C. 2024 Annual Meeting Agenda**

The board held a discussion to determine the scale of the 2024 annual meeting. The board requested that GM/CEO Bischoff invite NWPPA Executive Director, Kurt Miller, to speak on the topic of the Lower Snake River Dams. The agenda will remain similar to 2023.

**D. 2024 CCEC Annual Meeting – Director Positions Up for Re-Election**

Director Herzog is up for re-election in District 1 & 2 and Director Kolen is up for re-election in District 3. Both Directors will seek re-election.

**E. Accounting Options for BPA RDC Credits**

CFO Keeler presented the Bonneville Power Administration (BPA) Reserves Distribution Clause (RDC) credits to be distributed in 2023-24 and discussed the proposed resolutions for accounting for the credits. The board held a discussion.

Staff presented Resolution 2024-01 to defer the December 2023 RDC bill credits and recognize them as revenue on or before the year ending December 31, 2024. A motion was made and seconded to approve Resolution 2024-01 as presented, and the motion carried unanimously.

Staff presented Resolution 2024-02 to defer the 2024 RDC bill credits and recognize them as revenue on or before the year ending December 31, 2024. A motion was made and seconded to approve Resolution 2024-02 as presented, and the motion carried unanimously.

**F. GM/CEO Succession Recommendation per Policy #200-010**

GM/CEO Bischoff recommends CFO Paul Keeler be appointed as Acting GM/CEO in accordance with the policy should need arise.

**G. Hybrid Election – Final Vote Determination**

The board discussed the options to determine final vote should a member vote both electronically and by paper ballot. A motion was made and seconded to count the electronic vote over the paper vote as the final determination. The motion carried with one opposed.

**H. FEMA BRIC Scoping Grant**

GM/CEO Bischoff updated the board on the FEMA BRIC scoping grant partnership with Curry County. The grant will be used to offset a portion of the costs to develop a battery storage and microgrid project, which can be used to ensure reliability during emergencies and, thus, will benefit CCEC members. As CCEC cannot be the grant recipient, Curry County has agreed to be the subapplicant for this grant. Curry County requested a Memorandum of Understanding (MOU) which states the responsibilities of each party. The county will administer the grant as the subapplicant and CCEC will be responsible for all of the matching components of the grant. In addition, the grant requires a letter of commitment which details the responsibility of CCEC to provide the matching funds. A motion was made and

seconded to enter into the proposed MOU with Curry County and to sign the Letter of Commitment of Funds. The motion carried with one abstention (Herzog).

**I. Open Discussion**

None.

**J. Miscellaneous**

1. NRECA Directors Conference – board members interested in attending will let EA Coleman know.
2. NRECA Legislative Conference – Congress will not be in session during this time – board members interested in attending will let EA Coleman know.

**VI. EXECUTIVE SESSION**

Following a lunch break, the Board went into an executive session at 1:07 p.m. to discuss member issues, contract matters and employee issues. The regular meeting reconvened at 1:12 p.m.

**VII. ADJOURN**

The next regular meeting of the Board of Directors is scheduled for Thursday, February 22, 2024, at CCEC's office in Port Orford, Oregon.

The meeting adjourned at 1:13 p.m.

/s/ John Herzog  
John Herzog, Secretary

**ATTEST:**

/s/ Jim Kolen  
Jim Kolen, President