

COOS-CURRY ELECTRIC COOPERATIVE, INC.
Minutes of the Regular Meeting of the Board of Directors
November 16, 2023

I. PRELIMINARY

The regular meeting of the Board of Directors of Coos-Curry Electric Cooperative, Inc. (CCEC) was called to order at 10:13 a.m. on Thursday, November 16, 2023, by President Kolen, in the conference room at CCEC Headquarters office, Port Orford, Oregon.

Director McMahan called roll and stated a quorum was present, including Directors Cockerham, Kolen, Loshbaugh, Radabaugh and Robison. Also present were 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 amended, the regular Board meeting agenda and the motion carried unanimously.

A motion was made and seconded to approve, as amended, the minutes of the October 24, 2023, regular meeting of the Board of Directors. The motion carried unanimously.

Director Herzog joined the meeting at 10:25 a.m.

II. MEMBER PARTICIPATION

A. Open Comment Period

No members were present for the open comment period.

B. 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 10/2023; the members purge list for 11/2023, the write off report for 10/2023, the GM/CEO's & Directors' expenses for 10/2023, and the attorney invoice. The motion carried unanimously.

IV. MANAGER'S REPORT

Chief Financial Officer (CFO) Keeler reminded the board the October financials were not available due to the early timing of the board meeting. They will be provided at the December board meeting. CFO Keeler reported back with information in response to a director's inquiry from the October board meeting regarding changes in amounts reported on the IRS Form 990 for 2022.

The November safety report was reviewed. GM/CEO Bischoff reported there was one non-injury contractor incident reported in September. We have an active safety program and are always looking at ways to improve.

The CCECF report was reviewed. CCECF activity during the bi-monthly period included thirteen 4-H scholarship awards and the Dolly Parton Imagination Library enrollment reached 51% of Curry County children ages 0-5. To date CCECF has awarded \$4,948.00 in Bright Ideas grants and a second-round application opportunity will close mid-December. A 2024 schedule of courses is being developed for Financial Peace University and support for the Beacon Broadband Inc. (BBI) sponsored Connected Seniors program will continue and be coordinated through BBI Vice President Marketing/Sales Bill Gerski.

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

A member information request (P#300-040) was received from David and Thena

Lyons. As requested, a copy of the current Franchise agreement with the City of Brookings, a copy of the streetlight rate schedule and a summary of Franchise fees paid to the City of Brookings since the start of the new Franchise was provided to Mr. and Mrs. Lyons.

V. ITEMS OF BUSINESS

B. Hybrid Election

Matt Fiala, Account Manager for Survey & Ballot Systems, joined via Webex video conferencing at 10:28 a.m. Fiala presented an overview of a hybrid option for our elections process. This included encryption and compliance, cooperative election milestones, a variety of voting methods, how hybrid elections work, proposed transition plan and a demonstration of the DirectVote web portal. Fiala departed the meeting at 11:12 a.m. The board discussed the options presented. A motion was made and seconded to utilize the hybrid election method for the 2024 election, consisting of the option for members to vote by either mail-in paper ballot or electronic ballot. The motion carried unanimously.

A. Committee Reports

The Policy Committee chair Director McMahan reported that earlier during the policy committee meeting the board reviewed policy #300-030 Attendance at Board Meetings by Members. A motion was made and seconded to approve the policy as amended. After continued discussion, the motion and second were withdrawn. A decision will be postponed until the December board meeting. Policy #300-030 Board Meeting Presentation Request Form revision was presented for approval in the regular board meeting. A motion was made and seconded to approve Policy #300-030 Board Meeting Presentation Request Form as presented and the motion passed unanimously.

C. BPA Energy Efficiency Budget – Sharon Champlain, CCEC Billing

Supervisor and Sonya Billington, CCEC Member Services Supervisor

Mrs. Champlain and Mrs. Billington arrived at 11:38 a.m. and presented an energy efficiency update consisting of how energy efficiency is acquired, a review of annual kWh savings, performance payments and success stories, current budget carry over and restructuring, and the available home energy report. The presentation concluded with information on future program funding, member engagement, income qualified opportunities and contractor recruitment. Mrs. Champlain and Mrs. Billington departed the meeting at 12:11 p.m.

D. Strategic Communications Plan – Kelsey Bozeman, CCEC
Communications Specialist

Ms. Bozeman arrived at 11:38 a.m. and presented the Strategic Communications Plan to the board at 11:52 a.m. She explained the plan, how our members prefer to receive their information, topics members would like more information about, observations on what forms of media are most utilized by our members, and a strategic plan to streamline communications tailored to reach our members through preferred channels. Ms. Bozeman departed the meeting at 12:11 p.m.

E. 2024 Operating and Capital Budgets

CFO Keeler presented the final proposed 2024 Operating & Capital budgets for approval. CFO Keeler explained changes made to the budgets since last presented to the board for review. CFO Keeler also explained the overall increases between the 2023 and 2024 operating budgets. This included cost of purchased power, contractor tree clearing, insurance expenses and increased payroll and benefits. Changes to the capital budget include proximity locks for the cooperative, buildings and office space needs, and engineering project changes. CFO Keeler answered questions from the board. Discussion followed and a motion was made and seconded to approve the 2024 operating and capital

budgets as summarized on the approval page, and the motion passed with one opposed (Cockerham).

F. Opening Board Meetings to Members

Earlier in the committee reports, the board discussed opening regular board meetings to members. It was tabled until the December board meeting.

G. CCEC Bank Signers – Updates

1. Proposed Resolution 2023-05 – Umpqua Bank Authorized Signers

CFO Keeler presented the proposed CCEC Resolution 2023-05 to the Board. A motion was made to adopt Resolution 2023-05 identifying the authorized signers of the Umpqua Bank accounts. The motion was seconded and carried unanimously.

2. Proposed Resolution 2023-06 – Rogue Credit Union Authorized Signers

CFO Keeler presented the proposed CCEC Resolution 2023-06 to the Board. A motion was made to adopt Resolution 2023-06 identifying the authorized signers of the Rogue Credit Union accounts. The motion was seconded and carried unanimously.

H. Pole Attachment Agreement – CCEC and BBI

CFO Keeler presented a pole attachment agreement between Coos-Curry Electric Cooperative and Beacon Broadband to the board for approval. The terms and conditions are modeled after pole attachment agreements with other attachers and was reviewed by legal counsel and staff for consistency with other agreements and adherence to statutory requirements. A motion was made and seconded to approve the pole attachment agreement as presented. The motion carried unanimously.

I. CEO Travel Reimbursement

President Kolen discussed with the board that GM/CEO Bischoff is being reimbursed for mileage at the General Services Administration (GSA) privately owned vehicle (POV) auto rate when flying in his personal airplane. At the same time, the co-op is gaining the benefit of Mr. Bischoff's significant work time savings when he travels by POV airplane. In order to determine whether it is reasonable to reimburse GM/CEO Bischoff at the GSA POV airplane rate, and potentially other employees as applicable, the board asked legal counsel and staff to draft language to present to the board for review at the December board meeting.

J. Capital Credit Distribution Update

CFO Keeler updated the board that the letter has been drafted and processes have been run for distribution of capital credits. Arista/Meridian has the data file to begin creating and printing checks, which are planned to be mailed in early December 2023.

K. Open Discussion

The board and staff had conversation on two topics: 1) the availability of Beacon Broadband in Director Cockerham's area, per Policy #200-010 internet will only be reimbursed for BBI service beginning December 2023 and 2) the CCEC IT department is no longer offering contract IT services to other entities in Curry County. The affected entities were notified in August 2023.

L. Miscellaneous

1. 2024 NRECA PowerXchange Annual Meeting, San Antonio, TX (03/01-06/2024) – GM/CEO Bischoff and Director Loshbaugh will be attending.

2. On May 5, 2023 the Federal Energy Regulatory Commission accepted an application for Project #P15310-000 in the name of Rye Development, LLC on behalf of Neptune Pumped Storage 1, LLC. This is a proposal to study the feasibility of the Elephant Rock Pumped Storage Project to be located 12.5 miles east-northeast of Port Orford.

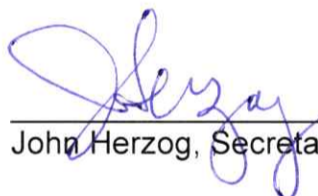
VI. EXECUTIVE SESSION

The regular Board meeting adjourned at 1:51 p.m. and went into an executive session to discuss member issues, contract matters and employee issues. The regular meeting reconvened at 2:27 p.m.

VII. ADJOURN

The next regular meeting of the Board of Directors is scheduled for Thursday, December 21, 2023, at CCEC's office in Brookings, Oregon.

The meeting adjourned at 2:28 p.m.



John Herzog, Secretary

ATTEST:



Jim Kolen, President