

MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF  
WEST OREGON ELECTRIC COOPERATIVE, INC.

June 27, 2017

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A regular meeting of the Directors of the West Oregon Electric Cooperative, Inc. was held June 27, 2017 at 652 Rose Ave., Vernonia, Oregon at 7:00 p.m.

The directors and offices attendance:

Robert VanNatta	President, District 2	Present
Brett Costley	Director, District 4	Present
Larry Heesacker	Director, District 7	Present
Brian Baker	Director, District 1	Absent
Jim Buxton	Vice President, District 3	Telephone
Nicholas Galaday	Director, District 5	Present
Rosemary Lohrke	Secretary, District 6	Present

Staff attendance:

Bob Perry	General Manager	Present
Daniel Huggett	Manager of Finance & Admin	Present
Don Rose	Engineering & Operations Manager	Absent
Angela Ames	Executive Assistant	Present

Others present: Martha VanNatta, Linda Perry

<p>President VanNatta opened the meeting with the Flag Salute and by determining a quorum was present. He opened the floor to Member participation</p>	<p><b>OPENING CEREMONY</b></p>
<p>No Member Participation.</p>	<p><b>MEMBER PARTICIPATION</b></p>
<p>President VanNatta called the Meeting to order at 7:27 p.m.</p>	<p><b>CALL TO ORDER</b></p>
<p>The consent agenda was approved by unanimous consent:</p> <ul style="list-style-type: none"> <li>• Meeting agenda;</li> <li>• Minutes of Last Regular Meeting;</li> <li>• Credit Card accounting</li> <li>• General Fund checks for May 2017 in the amount of; \$437,120.96</li> <li>• April Members voted in of 25</li> <li>• April Members voted out of 27</li> </ul>	<p><b>CONSENT ADGENDA</b></p>
<p>Dan Huggett, Manager of Finance and Administration reported:</p> <ul style="list-style-type: none"> <li>• Current Month Revenues are above budget by \$24K, and above last year by \$17K.</li> <li>• YTD Tier is 1.54 (target of 1.25 minimum) and Operating Tier is 1.45 (target of 1.10 minimum).</li> <li>• The Patronage Capital Allocation Notice was mailed on May 23, 2017. We have received many calls from members and former members, including a number of requests for Estate Retirements.</li> <li>• KRTA's will be available soon.</li> <li>• Worker Comp Audit was completed and the premium adjustment has been received. The increase is due to additional new employees.</li> <li>• District 3 &amp; 7 Nominating Meeting Notices were included in the June 10<sup>th</sup> billing.</li> </ul>	<p><b>FINANCIAL REPORT</b></p>
<p>There were no Write offs for the month of May. We did collect \$1,357.56 for prior write offs and \$833.91 was returned from UA to</p>	<p><b>WRITE OFFS</b></p>

<p>AR to be collected in the standard process. We received a bankruptcy dated in May, but did not receive it for process until June.</p>	
<p>Dan Huggett advised the board to review Policy #406, Financial Policy. This policy was brought up at Strategic Planning and should be updated in October if they decide to update it.</p>	<p><b>POLICY #406 FINANCIAL POLICY</b></p>
<p>After discussion, the Finance Manager was directed to issue remaining credit once a signed acceptance of the last request to discontinue returning power from Solar Generation.</p>	<p><b>ED FRIEDMAN SOLAR GENERATION</b></p>
<p>The Estate Retirement list for June was presented. Upon motion by Brett Costley and seconded by Rosemary Lohrke, the Estate Retirements list of \$9,223.02 was approved. Motion passed unanimously.</p>	<p><b>ESTATE RETIREMENTS</b></p>
<p>Operations Report was provided in the board book. No verbal was given.</p>	<p><b>OPERATIONS REPORT</b></p>
<p>The safety meeting &amp; safety committee meeting were held on May 4, 2017. The minutes were reviewed and accepted by the Chair.</p>	<p><b>SAFETY MEETING MINUTES</b></p>
<p>Upon motion by Brett Costley and seconded by Larry Heesacker, Policy #104, Board of Directors – General Manager Relationship, was accepted as revised. Motion passed unanimously.</p> <p>Upon motion by Nick Galaday and seconded by Brett Costley, Policy #205, Employment of Relatives, was accepted as presented. Motion passed unanimously.</p>	<p><b>POLICY REVIEW</b></p>
<p>A discussion took place on the Restated Articles of Incorporation. Upon motion by Brett Costley and seconded by Larry Heesacker, the Board approved to submit the Proposed Restated Articles of Incorporation to the membership at this year’s Annual Meeting. Motion passed unanimously.</p>	<p><b>RESTATED ARTICLES OF INCORPORATION</b></p>

<p>The 2017 Director Education Conference announcement was included in the board book. This year's conference will take place in Portland on September 12<sup>th</sup> and 13<sup>th</sup>. Directors were advised to notify Angela if they plan to attend.</p>	<p><b>2017 ORECA DIRECTOR EDUCATION CONFERENCE</b></p>
<p>The meeting adjourned at 9:50 p.m.</p>	<p><b>ADJOURNMENT</b></p>

Approved by:

President:   ss/Robert VanNatta\_\_\_\_\_

Secretary:   ss/Rosemary Lohrke\_\_\_\_\_