

MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF WEST OREGON ELECTRIC COOPERATIVE

June 25th, 2019

A regular meeting of the Board of Directors of West Oregon Electric Cooperative was held
June 25th, 2019 at 652 Rose Ave. Vernonia, Oregon at 7:00 p.m.

Director's attendance:

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

Staff attendance:

Bob Perry	General Manager	Present
Daniel Huggett	Chief Financial Officer	Present
Don Rose	Engineering & Operations Manager	Present
Billi Kohler	Office Manager / Executive Assistant	Present

Others present:

Linda Perry (District 3), Erika Paleck (District 5)

<p>President Brett Costley opened the meeting with a Flag Salute and determined a quorum was present.</p>	<p>OPENING CEREMONY</p>
<p>President Brett Costley called the meeting to order at 7:02PM.</p>	<p>CALL TO ORDER</p>
<p>No Member Participation.</p>	<p>MEMBER PARTICIPATION</p>
<p>The consent agenda was approved as presented. No discussion.</p>	<p>CONSENT AGENDA</p>
<p>General Manager Bob Perry had nothing to report outside of his written report presented to the Board of Directors.</p>	<p>GENERAL MANAGER'S REPORT</p>
<p>Chief Financial Officer Daniel Huggett reported that current month revenues of \$851K are below budget by \$75K (8.1%) and above last year by \$23K. Cost of Power is \$193K this month. YTD Tier is 1.56 (target of 1.25 minimum) and operating Tier is 1.49 (target of 1.10 minimum). Write-offs for the month is \$2,511.11. Patronage Capital Retirement Fund contribution for the month is \$11,300 and is scheduled to be paid 28 June.</p> <p>Additionally, Daniel Huggett reported to the Board or Directors that the 990 will be available at the July Board Meeting.</p>	<p>FINANCIAL REPORT</p>
<p>The 2019 Election & Credentials Committee met to discuss balloting and voting procedures. Staff are working with Co-op Ballot to implement what the committee has approved. Electronic balloting will work well and there will not be an added fee to what WOEC a paid in the past. Electronic voting has always been a part of the package; however, this is the first year WOEC will utilize the feature. Tabulation will be processed through Co-op Ballot. Members will not be allowed to vote more than once; security features are in place to ensure they do not. Electronic voting will be closed at 11:00 a.m. on Thursday August 15, paper ballots must be received by this date/time to be counted as well. Members will be able to vote at the annual meeting, there will be a list of members who already voted to cross reference. If computer access is an issue, members may vote publicly at the Vernonia Library.</p>	<p>WOEC ELECTION & CREDENTIALS COMMITTEE / BALLOTING & VOTING PROCESS</p>

<p>Discussion of the West Oregon Electric PowerUp Program took place. Members have the option to donate a one-time amount, fixed monthly amount, or round up their monthly bill payment to contribute to the Oregon Energy Fund that provides energy assistance to local members of the community. WOEC Staff are working to promote the program, participation is low at this time.</p>	<p>POWERUP PROGRAM</p>
<p>There will be a Bylaw Revision presented to the membership for approval on the 2019 Annual Meeting Ballot. The proposed bylaw revision has been reviewed by legal counsel and is comparable to that of other cooperatives. Board of Directors were presented with the document that will be presented to the membership and asked to approve. Director Robert VanNatta moved to approve the document as presented, seconded by Director Rosemary Lohrke the motion passed with unanimous consent.</p>	<p>2019 BYLAW REVISION</p>
<p>Write off list for the month of May was presented. Upon motion by Director Robert VanNatta and second by Director Jim Buxton, the write off report of \$2,511.11 was approved with unanimous consent.</p>	<p>WRITE OFFS</p>
<p>Russell Green from CFC will attend the July 2019 Board Meeting to present the Key Ratio Trend Analysis.</p>	<p>KRTA Report</p>
<p>Operations Manager Don Rose reported; The Construction work plan is still temporarily stalled due to a State Historical Preservation Office review of the area, along with an Archeological review. The hold could go on for some time. The review is an RUS requirement.</p> <p>Operations Manager Don Rose reported; Groundman Justin Reichard has been indentured into the apprenticeship program. WOEC hired Groundman Shelby Grittman in June to replace Andrew Skerik who resigned in May.</p> <p>Operations Manager Don Rose reported; West Oregon Electric crews have been working with the local Rural Fire Districts in lending equipment and services. WOEC will soon aid the Mist-Birkenfeld Fire District in putting up a radio tower.</p>	<p>OPERATIONS REPORT</p>
<p>The June safety meeting will be held on June 27th, 2019. Report will be included in the July Packet.</p>	<p>SAFETY MEETING</p>

<p><u>Policy # 104 Board of Directors – General Manager Relationship</u></p> <p>Discussion of the General Manager having sole hiring/firing power over the Executive Assistant position took place. Board of Directors instructed management to submit the policy to legal counsel and will review at the July Board Meeting.</p> <p><u>Policy # 205 Employment of Relatives</u></p> <p>Director Brian Baker moves to approve policy #205 as is, seconded by Director Larry Heesacker, the motion passed with unanimous consent.</p> <p><u>Complaint Policy Proposal</u></p> <p>Board of Directors agree to submit the proposal to legal council as is; Board of Directors will review again at the July Board Meeting.</p>	<p>POLICY REVIEW</p>
<p>District #5 Nominating Meeting was held on June 19 at the WOEC headquarters. Member Sharon Pitts nominated Member Erika Paleck, and Member Pat Rockwood nominated Member Jennifer Johnston.</p> <p>District #2 Nominating Meeting was held on June 20 at the Mist-Birkenfeld Rural Fire Department. Member Phil De Jager nominated Member Robert VanNatta, Member Marianne Berg nominated Member Dave Crawford, and Member Angela Beck nominated member Mark Kaminski.</p> <p>The nominees will appear on the 2019 Annual Meeting ballot.</p>	<p>2019 NOMINATING MEETINGS</p>
<p>Executive session opened at 7:47 p.m. Executive session closed at 8:03 p.m.</p>	<p>EXECUTIVE SESSION</p>
<p>WOEC is working in conjunction with Forest Grove Power and Light to produce a safety hazard trailer that can be used to tour local schools and fire districts to educate the community on power utility functions and safety.</p>	<p>SAFETY TRAILER UPDATE</p>

President Brett Costley called meeting adjourned at 8:10 p.m.

ADJOURN

X

Brett Costley
President

X

Rosemary Lohrke
Secretary