

MINUTES



**Tanner Electric Cooperative
TEC Board of Directors
December Board of Directors Meeting
Tuesday, December 20, 2022, 3:00 pm -6:00 pm
Online ZOOM Meeting Only**

In Attendance

Member

Carol Paschal (remote); Dutch Siedentopf (remote); John Saatela (remote);
Kristina Michael (remote); Mike Hodge (remote); Roger Guay (remote); Steve
Nicholes (remote); Susan Serrette-Egan (remote)

Staff

Joel Merkel (remote); Kevin Burns (remote); Lisa Peabody (remote); Nick
Himebauch (remote); Steven Walter (remote)

Not In Attendance

Member

David McGoldrick

A. ROLLCALL

Director David McGoldrick was absent.

1. Establish a Quorum

Mke

After roll call was taken a quorum was established.

8. CALL TO ORDER

Mike

The Board President called the TEC December Board meeting to order at 3:03 p.m.

1. **Action Item - Move to Approve the Agenda**

Move: Steve Nicholes Second: Roger Guay Status: Passed

C. UNFINISHED BUSINESS

1. Consent Agenda
 - a. New Memberships/New Construction List
 - b. Monthly Outage Reports
2. **Action Item - Move to Receive and File the Consent Agenda**
Move: Roger Guay Second: Kristina Michael Status: Passed
3. **Action Item - Move to Approve the November Board Meeting Minutes**
Move: Susan Serrette-Egan Second: Steve Nicholes Status: Passed
4. **Action Item - Move to Approve Summary Minutes for Ruralite**

Move: Roger Guay Second: Carol Paschal Status: Passed

D. FINANCIAL REVIEW

Kevin

1. Funds Disbursement List
2. Arrears List
3. Balance Sheet
4. *YTD* Financials
5. **Action Item- Move to Receive and File the Financial Reports**

Move: Kristina Michael Second: Dutch Siedentopf Status: Passed

E. REPORTS

1. CEO Report

Steje

Mr. Walter gave a verbal report to the Board and discussed the review status of the employee policies, TEC's internal controls policy and procedure document, and member service policies. An update was also given on the NRECA grants available for grid resiliency and Bonneville Power Administration's reserve distributions.

2. Operations Report

Nick

The Operations Manager submitted a written report that was distributed to the Board as an attachment to the agenda. His report discussed the Middle Fork Substation/ Laydown yard, the Luhr Beach intellirupters and the revisions added to the TEC Emergency Plan.

3. Committee Reports

- a. Finance & Audit

Carol

Chair Carol Paschal made a recommendation to the Board to approve the revised TEC Financial Policy Statement. Following her recommendation, the Board President tabled any further action on this item until next month to allow the general counsel time to draft a Board resolution to accept and approve the adoption of this amended policy.

- b. New Technology & Conservation

Roger

Chairman Guay made a motion for Board approval on the committee's recommendation to the CEO to:

1. Write a Conservation/Climate/Environmental policy
2. Write a public statement regarding Climate Change. Both in answer to his request for help in fulfilling the strategic plan objective proposed by the Board to Develop a "Role" for TEC regarding Climate Change, and He, as CEO, can act on these as he sees fit.

Resolved, the motion passed 5-2

Move: Roger Guay Second: Carol Paschal Status: Passed

- c. Personnel

Mke

Nothing new to report at this time.

- d. Youth Development

Dutch

The committee will review the Youth Tour scholarship applications and make their

recommendation on the winning candidate next month.

4. Director Area Reports
5. Other Reports
 - a. General Counsel Report

Joel

General Counsel Joel Merkel provided an update on the status of the King County's ordinance 18403 imposing a "rental charge" on utilities for use of the public right of way for their distribution facilities.

There is essentially no change from the November report. No new agreements have been signed with utilities. No actions or decisions have been taken by the County on any of the objections and revisions to the methodology for calculating rent proposed by the utilities.

F. NEW BUSINESS

1. Action Item - Board authorization for CEO, Steven Walter, to apply for a purchase card from Key Bank.

Kevin

Motion: TEC Board approves Steve, as an authorized officer and signer of TEC, to apply for a purchase card through KeyBank.

Move: Dutch Siedentopf Second: Roger Guay Status: Passed

G. ADJOURN MEETING

The Board President adjourned the 2022 December Board of Directors meeting at 4:44 p.m.

H. EXECUTIVE SESSION

Mike

An executive session followed the regular TEC Board meeting today to allow the Directors and the Personnel Chairman to discuss the CEO's annual performance evaluation and salary review.