

# MINUTES



**Tanner Electric Cooperative  
TEC Board of Directors  
April Board of Directors Meeting  
Tuesday, April 16, 2024, 3:00 pm - 6:00 pm  
TEC Administration Office North Bend WA**

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## In Attendance

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### Member

Carol Paschal; David McGoldrick; Dutch Siedentopf; John Saatela; Kristina Michael; Malcolm Lybeck; Michael Hodge; Roger Guay; Steve Nicholes

### Staff

Joel Merkel; Kevin Burns; Lisa Peabody; Nick Himebauch; Steven Walter

## A. CALL TO ORDER & ROLL CALL - Board President

Board President Michale Hodge called the April 2024 TEC Board meeting to order at 3:01 p.m. All Board members were present for the meeting.

1. Guest Speaker - 2023 TEC Audit Review by Jarrod M. Bryant, Auditor with Bolinger, Segars, Gilbert & Moss, L.L.P.

2. Establish a Quorum

A quorum was established.

3. Action Item - Approve the Meeting Agenda

One item was added to the agenda during the Report portion of the meeting, nominating Chair, Roger Guay will be giving a report.

Motion: to approve the agenda as modified.

Move: David McGoldrick Second: Carol Paschal Status: Passed

4. President's Comments

Board President Michael Hodge addressed the Board with some final words, as today was his last Board meeting.

## B. UNFINISHED BUSINESS

1. Consent Agenda

- a. Release of Easement Rights Anderson Island

Finding no conflicts with TEC electric facilities, it is recommended to the Board to approve that TEC release the easements to combine lots as listed below in the Riviera according to the plat thereof recorded in Pierce County, Washington, Lake Josephine Riviera; Plat of Lake Josephine Riviera No. 23, Lots 72 & 71, located at 12716 & 12720 99th St Ct. Anderson Island.

- b. Funds Disbursement List

- c. Arrears List
- d. New Memberships/New Construction List
- e. Monthly Outage Reports
- f. TEC Board Meeting Minutes
- g. TEC Summary Board Minutes for Ruralite

Approval for the Board minutes to be summarized and printed in the Ruralite as written.

2. Action Item - Receive the Consent Agenda items for April 16, 2024.

Motion: to receive and file the consent agenda items as presented on April 16, 2024.

Move: Dutch Siedentopf Second: Kristina Michael Status: Passed

3. TEC Policy Review

Contractor NDA Agreement

4. Action Item- Accept and Approve the TEC Contractor NDA and TEC Fees & Charges Schedule

Motion: to approve the revised TEC contractor non-disclosure agreement and Fees/Charges as listed in Appendix 1 of the Member Service Rules and Regulations.

Move: Steve Nicholes Second: Malcolm Lybeck Status: Passed

5. Strategic Planning Goals and Objectives

Malcolm

Director Malcolm Lybeck presented his final TEC Strategic Planning Goals and Objectives draft.

Motion: to adopt today's draft as the official TEC Strategic Planning Goals and Objectives.

Move: Dutch Siedentopf Second: Roger Guay Status: Passed

## **C. FINANCIAL REVIEW - Kevin Burns**

1. YTD Financials
2. MTD\_YTD Sales By Class
3. Balance Sheet
4. Action Item - Receive and file the financial reports as presented.

Motion: to receive the March 2024 financial reports presented by the Director of Finance, Mr. Burns.

## **D. REPORTS**

1. CEO Report - Steven Walter

Mr. Walter discussed the dates, times, and agenda planning for the upcoming annual meetings in May.

The TEC Bylaw review is currently in progress. We received the first redline draft from Bill Miller and the legal team of Audrey, Hall & Cook in Georgia.

Solar Initiative Progress - We've re-engaged with Forcast Solar, and the staff is working on submitting their request for data in our efforts to move forward on a potential solar array and

battery storage on Anderson Island.

The WRECA is hosting its Annual Meeting on June 3,4,5 in Couer d Alene, Idaho, and several TEC Board members and key staff will attend the meeting.

2. Operations Report - Nick Himebauch

Operations Manager Mr. Himebauch submitted a written report for the Board that included the status of projects currently being worked on and future work plans. The topic for the that will be presented at the April 24th safety meeting will be Tool Inspection.

3. Committee Reports

4. Board Officer Nominating Committee - Roger Guay, Chair

As Chair of the officer nominating committee, Mr. Guay reported they met today before the regular TEC Board meeting. Nominations from the floor will be accepted again during the May TEC Board meeting. Directors interested in serving as officers may contact Mr. Guay directly following the meeting. As of today, the committee's recommendations are as follows: Malcolm Lybeck, Board President

Roger Guay, Vice President

Carol Paschal, Treasurer

Dutch Siedentopf, Secretary

a. Finance & Audit - Carol Paschal, Chair

The Finance Committee met with the auditors online today to review the final 2023 audit results. The Chair, Ms. Paschal recommends Board approval to allocate \$224,434.91 of 2023 net margins. This will result in \$2,076,709.02 being utilized to offset the remaining balance of prior overallocations of Tanner Wind Energy's cumulative loss.

Motion: to accept and approve the committee's recommendation to allocate \$224,434.91 of 2023 net margins.

Move: Carol Paschal Second: Dutch Siedentopf Status: Passed

b. New Technology & Conservation - Roger Guay, Chair

Nothing to report for today.

c. Personnel - Mike Hodge, Chair

Nothing to report for today.

d. Youth Development - Dutch Siedentopf, Chair

Committee Chair, Mr. Siedentopf, announced the committee's recommendations for the 2024 High School Scholarships. The students selected to receive a \$3,000 scholarship were:

1. Claire Bailey from North Bend

2. Samantha Silverman from Ames Lake

No scholarship applications were received from Anderson Island.

Also, during his report, he recommended that the Board approve a revision to the TEC bylaws that clearly defines the role of the Youth Development Committee and the CEO's control of the day-to-day youth sponsorships and the Allan Billett Linework Scholarship.

The Board reviewed a draft of the proposed language revision.

1. Motion: to support the Youth Development Committee's recommendation for the 2024 scholarship winners. The initial vote was 4/4, and the President voted due to the tie. The final vote was recorded as 5/4 and the motion passed.

2. Motion: to accept and approve the bylaw revisions related to the Youth Development Committee as modified today, Article V, Section 9, (c)

Move: Dutch Siedentopf Second: Malcolm Lybeck Status: Passed

- e. Action Item: To Accept the 2024 Scholarship Winners as recommended by the Youth Development Committee

Motion: to support the Youth Development Committee's recommendation for the 2024 scholarship winners. The initial vote was 4/4, and the President voted due to the tie. The final vote was recorded as 5/4, and the motion passed.

Move: Dutch Siedentopf Second: Malcolm Lybeck Status: Passed

- f. Action Item to accept and approve the TEC bylaw revision related to the Youth Development Committee Article V, Section 9, (c)

5. Other Reports

- a. General Counsel Report - Joel Merkel

General Counsel Joel Merkel had nothing to report today; however, there may be significant movement from King County is expected over the next six months.

**E. NEW BUSINESS**

**F. ADJOURN MEETING**

Following no further business, the Board President Michael Hodge adjourned the 2024 April Board meeting at 5:45 p.m.