

TANNER ELECTRIC COOPERATIVE, INC
BOARD OF DIRECTORS
Regular Meeting July 21, 2020

MINUTES

The Board of Directors of Tanner Electric Cooperative (TEC) met in Regular Session at 1:00 p.m. online with video conferencing on Tuesday July 21, 2020.

I. CALL TO ORDER

Board President Ed Stephenson called the meeting to order at 1:06 p.m.

II. ROLL CALL/ESTABLISH QUORUM

Roll call was taken, and the following Directors were present:

President Ed Stephenson
Vice-President Paul Bay
Secretary Susan Serrette-Egan
Treasurer Mike Hodge
Roger Guay
Dutch Siedentopf
Steve Nicholes
John Saatela
David McGoldrick

Absent: none

A quorum was established.

Staff Present:

Steven Walter, Chief Executive Officer
Nick Himebauch, Operations Manager
Steve Chamberlin, Controller
Lisa Peabody, Executive Administrative Assistant
Joel Merkel, Corporate Counsel

III. APPROVAL OF THE MEETING AGENDA

Motion: To accept the meeting agenda as written. The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the July 2020 TEC Board meeting agenda be, and is hereby approved.

Moved: Susan Serrette-Egan **Second:** David McGoldrick **Status:** Passed

IV. APPROVAL OF THE CONSENT AGENDA

A. Check List /Write Offs

Motion: To accept the consent agenda as presented in the Board packet on July 21, 2020.

The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the July consent agenda as set forth in an attachment to the meeting agenda and was distributed to all the Board members be, and is hereby approved.

Moved: Roger Guay **Second:** Mike Hodge **Status:** Passed

B. New Membership Applications

Motion: To accept the new membership applications for June 2020.

The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the June 2020 new membership applications as they appeared on the attachment to the Board meeting agenda be, and are hereby approved.

Moved: Paul Bay **Second:** Roger Guay **Status:** Passed

V. APPROVAL OF THE TEC BOARD OF DIRECTOR'S MEETING MINUTES

TEC Board of Directors Meeting June 16, 2020

Motion: To accept and approve the June TEC Board meeting minutes as amended.
The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the minutes of the June 2020 TEC Board of Director's meeting be, and are hereby approved as amended.

Moved: Roger Guay **Second:** David McGoldrick **Status:** Passed

VI. APPROVAL OF THE SUMMARY MINUTES FOR *RURALITE*

Motion: To approve and accept the June TEC Board meeting minutes as modified for the *Ruralite* publication.

The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the June 2020 minutes for the *Ruralite* magazine be, and are hereby approved.

Moved: Dutch Siedentopf **Second:** Susan Serrette-Egan **Status:** Passed

VII. OTHER UNFINISHED BUSINESS

King County Update – Joel Merkel

Tanner's General Counsel, Joel Merkel, reported on the status of the King County ROW litigation, as follows:

The Water Districts and the Coop Group will soon be filing Amended Answers with the Court and serving Discovery Requests on the County in an effort to restart the ROW litigation in order to resolve the many outstanding issues that were unresolved by the Supreme Court decision. Merkel indicated that he would be posting in the BoardPaq library a Plan of Action drafted by the Coop Group attorneys. Tanner is a member of the Coop Group. He also reported that the Coop Group and the Districts have prepared legislative language to be proposed to the Legislature for adoption in the 2021 Session. The legislative language would clarify that like the Cities and the State Department of Transportation, County franchise authority does not include the right to assess Franchise fees or rental charges that exceed the cost of administering the ROW unless expressly authorized.

VIII. REPORTS

CEO Report – Steven Walter

Mr. Walter submitted a written report to the Board. In his update it included details on the TEC annual audit report, the State and Governor’s extension of COVID 19 proclamations extending the suspension of disconnecting of services and accessing late fees, and the Cooperative’s current protection against any Ransomware attacks.

Operations Manager’s Report – Nick Himebauch

Mr. Himebauch submitted a written report to the Board and during the meeting discussed the following capital projects.

- **Country Club Drive Overhead – Underground Conversion** – All conduit, string and conduit is in.
- **Yoman Rd Overhead – Underground Conversion** – The crew has half of the 900 ft of conduit in the ground.
- **Rattlesnake Ridge** – An outage will be scheduled to cut over the 3,780 feet of new wire in conduit that was installed over the course of a few months this summer.
- **Circuit 2** - The parts of the circuit that need repair have been documented and will be tackled when time and good weather allows.

Finance & Audit Committee Report– Chairman Paul Bay

The Finance Committee Chairman, Mr. Bay, reported the committee will be met on 13th to review and discuss the results of annual financial audit report with the auditors, Kenneth Kuhns & Company. The complete audit report will be sent out to the Board for review and will be on the August TEC Board meeting agenda

Union Affairs Committee Report – Chairman Steven Walter

The Union Affairs Chairman, Mr. Walter reported the current union employees for IBEW Local 77 agreed and accepted the one-year extension of the current contract. In March or April of 2021 committee Chairman will begin the process to conduct face to face negotiations with the union business representatives.

Policy & Bylaws Committee, Chairman Dutch Siedentopf

The committee has been working online to review the employee policies. The committee will make recommendations for approval of two policies at the August Board meeting.

There were no Personnel, Operations & Facility, Youth Development or New Technology reports this month.

IX. Financial Reports – Steve Chamberlin, Controller

Mr. Chamberlin presented an overview of the financials, expenses, and actual results vs. budget.

Motion: To accept and receive the June financial reports as submitted by the Controller. The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the June 2020 financial statements be, and are hereby accepted as presented to the TEC Board of Directors on July 21, 2020.

Moved: Dutch Siedentopf **Second:** Mike Hodge **Status:** Passed

X. NEW BUSINESS

TEC Board Resolution 20-263 Declaring Compliance with the Office of the Governor for the State of Washington COVID 19 Proclamation

All utilities including TEC have an obligation to provide safe, reliable, and affordable service to their members. A Board resolution was drafted that declares compliance with Proclamation 20-23.6 and that TEC has in place a COVID Member Support Program as required by the Governor and the State of Washington.

Motion: to accept and approve Resolution 20-263 that TEC has taken the required actions, authorized the required programs and made available information and resources to the members dealing with the adverse impacts of the COVID 19 pandemic. The motion was seconded and passed by a unanimous voice vote of all Directors present and participating by video conference as follows:

RESOLVED, that the Resolution 20-263 be, and is hereby approved by the TEC Board of Directors on July 21, 2020.

Moved: Dutch Siedentopf **Second:** Roger Guay **Status:** Passed

XI. ADJOURN MEETING

There being no further business, the TEC Board July meeting was adjourned by the Board President at 3:22 p.m. The next Board of Directors meeting is scheduled for Aug 18, 2020